

ORDINANCE NO. _____

PROPOSED ORDINANCE NO. 19-031

AN ORDINANCE RELATING TO ZONING; AMENDING ORDINANCE NO. 5496 TO MODIFY PLANNED UNIT DEVELOPMENT (PUD) ZONING ON APPROXIMATELY 2,479 ACRES WITHIN THE WILLIAMS DEVELOPMENT OF REGIONAL IMPACT LOCATED SOUTH OF INTERSTATE 4 AND WEST OF THE POLK PARKWAY; MAKING FINDINGS; PROVIDING CONDITIONS; FINDING CONFORMITY WITH THE COMPREHENSIVE PLAN; PROVIDING AN EFFECTIVE DATE.

WHEREAS, Williams Acquisition Holding Company, LLC (fka "Williams Acquisition Holding Company, Inc." and hereafter "Owner") owns certain real property located south of Interstate 4 and west of the Polk Parkway in the City of Lakeland, Polk County, Florida, consisting of approximately 2,479 acres (the "Property"); and,

WHEREAS, the Property is completely within the boundaries of the City of Lakeland and is more particularly described in Attachment "A," attached hereto and incorporated herein by reference; and

WHEREAS, the City Commission of the City of Lakeland, Florida adopted Ordinance No. 5496 effective April 6, 2015, creating the Williams Planned Unit Development ("Williams PUD") to govern the Property; and

WHEREAS, the Property is also subject to the Williams DRI Development Order, as Amended, as provided in Resolution No. 4119, as amended; and

WHEREAS, Thomas Cloud, on behalf of and as legal representative for Owner, has requested by letter dated May 1, 2019 that the City Commission rescind

the Williams DRI Development Order, as Amended, pursuant to Section 380.115, Florida Statutes; and

WHEREAS, Section 380.115, Florida Statutes, provides that, if requested by the developer or landowner, a development of regional impact development order shall be rescinded by the local government having jurisdiction upon a showing that all required mitigation related to the amount of development that existed on the date of rescission has been completed or will be completed under an existing permit or equivalent authorization issued by a governmental agency if such permit or authorization is subject to enforcement through administrative or judicial remedies; and

WHEREAS, the purpose of this Ordinance is to satisfy the conditions set forth in Section 380.115, Florida Statutes, for the rescission of a development of regional impact development order by incorporating herein all conditions previously existing within the Williams DRI Development Order, as Amended, necessary to satisfy the mitigation requirements of Section 380.115, Florida Statutes; and

WHEREAS, the Williams PUD, as amended herein, will remain in effect and will control the development of the Property once the Williams DRI Development Order, as Amended, is rescinded; and

WHEREAS, the Planning and Zoning Board held a public hearing on September 17, 2019, to consider the request of Thomas A. Cloud, on behalf of Owner, to modify the PUD zoning to include certain conditions from the Williams DRI Development Order, as Amended, within the Williams PUD governing the Property, which Property is located south of Interstate 4 and west of the Polk Parkway, more

particularly described in Attachment "A" and graphically depicted on Attachments "B," "C" and "D," attached hereto; and

WHEREAS, the Planning and Zoning Board, at its regular meeting on September 17, 2019, approved modification of the Williams PUD to include certain conditions of the Williams DRI Development Order, as Amended, and recommended same to the City Commission; and

WHEREAS, the City Commission of the City of Lakeland, Florida, after publication of a notice of its consideration of this Ordinance, has determined that it is in the best interests of the City of Lakeland to approve the modifications to the Williams PUD for the Property as provided herein; and,

WHEREAS, the City Commission, having held a public hearing pursuant to said notice, where interested parties were given opportunity to be heard, finds that the Property should be classified or zoned as recommended by the Planning and Zoning Board;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COMMISSION OF THE CITY OF LAKELAND, FLORIDA:

SECTION 1. The foregoing findings are incorporated herein by reference and made a part hereof.

SECTION 2. The Property, more particularly described on Attachment "A," owned by Williams Acquisition Holding Company and located within the City of Lakeland, is zoned PUD (Planned Unit Development), subject to the following conditions:

- A. Development Program:

- i. Development shall be limited to those uses and densities/intensities and as illustrated on Attachments "B" and "C":

Single-Family Residential	1,582 DU
Multiple-Family Residential	989 DU
Retail (IAC)	689,583 SF
Hotels	350 rooms
Village Center:	
Retail Services	200,000 SF
Office/Business	200,000 SF
Hotel	100 rooms
Residential, MF	400 DU
Research Park	3,488,758 SF
Golf Course	18 holes
Schools	2 schools
Surface Waters	684 acres

- ii. A portion of the allowable development for each use listed above may be converted to another permitted use in accordance with the equivalency matrix included as Attachment "G".

B. Unified Development Tract Map

1. Development shall proceed in substantial accordance with the Land Use Plan included as Attachment "B" and the Zoning and Context Districts Map included as Attachment "C" except as otherwise provided herein. With the approval of the Director of Community and Economic Development, minor adjustments can be made at the time of site plan or subdivision plan review without requiring a change to this PUD.
2. Prior to site plan or subdivision plan approval for each respective development tract or sub-tract, a complete legal description of the related development parcel shall be submitted to the City, which shall amend this PUD to incorporate said legal description.
3. Site plans and subdivision plats shall not be approved unless these site plans and plats conform to the district or sub-district master land use (Attachment "B" and "C", respectively) and established transportation and utility plans, and as listed below:

Tract A	Medium Industrial
Tract B	Light Industrial, Research/Office Park and High Density Residential
Tract C	Low impact Office
Tract D	High Density Residential
Tract E	Village Center

Tract F	High Density Residential
Tract H	Medium Industrial
Tract J	High Density Residential
Tract L	Regional Commercial
Tract M	Low Density Residential
Tract P	Medium Density Residential
Tract Q	Proposed School Campus Site
Tract W	Low Density Residential

C. Permitted Uses and Development Standards:

1. Tracts A and H (Medium Industrial)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the I-2 (Medium Industrial) district shall be permitted in Tracts A and H.

i. Add the following permitted uses:

Hotels and Motels

Flex Space buildings accommodating a mixture of office; research and development uses; convenience commercial; and light industrial uses.

ii. Delete the following permitted uses:

Agricultural Services

Mobile Home Sales, Rental and Service Agencies

Motor Vehicle Repair, Retail

Outdoor Storage of Boats, Motor Homes and Trailers,

Retail Service

Retail Building Materials Sales

Travel Agencies

Veterinary Clinics and Hospitals, Kennels and Animal Shelters

b. Development Standards:

Development in Tracts A and H shall adhere to the development standards for the I-2/Suburban Special Purpose (SSP) sub-district, except that development adjacent to Research Way shall be subject to the following:

Minimum setback: 0 ft.

Maximum setback: 25 ft.
Parking Location: Zone 2, 3 and 4

2. Tract B (Light Industrial, Research/Office Park and High Density Residential)
 - a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the I-1 (Light Industrial — Limited Commercial) district shall be permitted.
 - i. Add the following permitted uses:

Dormitories
Flex Space buildings accommodating a mixture of office; research and development uses; convenience commercial; and light industrial uses
Food Crops grown within an enclosed building
Multiple-Family Residential, all types
Research and Development Facilities of an industrial nature
 - ii. Delete the following permitted uses:

Agricultural Services
Building Material Sales
Food Stores
Funeral Homes and Crematoriums
Indoor Gun Clubs and Shooting Galleries
Industrial-type Service Establishments, Level I
Kennels
Laundry and Cleaning Establishments, Level II
Marine Uses
Mobile Home Sales, Rental and Service Agencies
Motor Vehicle Repair, Retail
Outdoor Storage of Boats, Motor Homes and Trailers, Retail Service
Pest Control Services, and Exterminators
Recycling Collection Centers
Restaurants, High Turn-Over
Single-Destination Commercial Services
Specialty Comparison Commercial Uses
Travel Agencies
 - b. Development Standards:
 - i. Non-residential development in Tract B shall adhere to development standards for the I-1/Suburban Special Purpose (SSP) sub-district, except that development adjacent to Research Way shall be subject to the following:

Minimum setback: 0 ft.
Maximum setback: 25 ft.
Parking Location: Zone 2, 3, and 4

ii. Residential development in Tract B shall adhere to development standards for MF-22/Suburban Neighborhood sub-district, except that student housing developments shall have a maximum height of 60 feet.

3. Tract C (Low Impact Office)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the 0-1 (Low Impact Office) district shall be permitted in Tract C.

Delete the following permitted uses:

Bed and Breakfasts
Funeral Homes and Crematoriums
Hotels and Motels
Veterinary Clinics and Hospitals
Single-Family, Detached

b. Development Standards:

i. Non-residential development in Tract C shall adhere to development standards for the 0-1/Suburban Neighborhood (SNH) sub-district.

ii. Residential development in Tract C shall adhere to development standards for the MF-22/Suburban Neighborhood (SNH) sub-district and the Single-Family Attached (SFA) Special Building Type Standards within the Land Development Code, except that SFA units shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.

iii. Parking Location: Zone 2 and 3

4. Tracts D, F, and J (High Density Residential)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the MF-22 (Multi-Family) district shall be permitted in Tracts D, F, and J.

i. Add the following permitted uses:

Dormitories (Tracts D and F only)
Group homes, Level I, II and III
Single-Family, Detached (CT and ZLL Special Building

Types only)

ii. Delete the following permitted uses:

Bed and Breakfasts
Convents and Monasteries

b. Development Standards: Development in Tracts D, F, and J shall adhere to development standards for the ME-22/Suburban Neighborhood (SNH) sub-district and the Cottage, Single Family Attached and Zero Lot Line Special Building Type Standards within the Land Development Code, except as follows:

- i. Cottage (CT) subdivision shall have a minimum lot area of 4,800 square feet and a minimum lot width of 40 feet.
- ii. Zero Lot Line (ZLL) subdivisions shall have a minimum lot area of 3,600 square feet.
- iii. Single Family Attached (SFA) subdivisions shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.
- iv. Student housing developments shall have a maximum height of 60 feet.

5. Tract P (Medium Density Residential)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the MF-12 (Multi-Family) district shall be permitted in Tract P.

- i. Add the following permitted uses:
Group Homes, Level I and II
Single Family, Detached (CT and ZLL Special Building Types only)
- ii. Delete the following permitted uses:
Convents and Monasteries

b. Development Standards: Development in Tract P shall adhere to development standards for the MF-12/Suburban Neighborhood (SNH) sub-district and the Cottage; Single Family Attached and Zero Lot Line Special Building Type Standards within the Land Development Code, except as follows:

- i. Cottage (CT) subdivision shall have a minimum lot area of 4,800 square feet and a minimum lot width of 40 feet.
- ii. Zero Lot Line (ZLL) subdivisions shall have a minimum lot area of 3,600 square feet.
- iii. Single Family Attached (SFA) subdivisions shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.

6. Tracts M, Q, and W (Low Density Residential)

- a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the RA-4 (Single-Family) district shall be permitted in Tracts M, Q*, and W.

- i. Add the following permitted uses*:
Single-Family Attached
Single-Family, Detached (CT and ZLL Special Building Types)
Neighborhood Convenience Centers
Schools, including elementary, intermediate and secondary schools offering courses in general education (Tract Q only)
Community Buildings
Recreation Facilities, indoor and outdoor

- ii. Add the following accessory uses:

Accessory Dwelling Units in accordance with 4.3.2.1 and 4.3.2.2 of the Land Development Code

* Uses within Tract Q shall be limited to Schools and Public and Quasi-Public Non-Commercial Principal Uses as listed above. Single-family uses within Tract Q shall require a Future Land Use Map amendment to allow such uses.

- b. Development Standards: Development in Tracts M, Q, and W shall adhere to development standards for the RA-4/Suburban Neighborhood sub-district, except as follows:

- i. Cottage (CT) subdivision shall have a minimum lot area of 4,800 square feet and a minimum lot width of 40 feet.
 - ii. Zero Lot Line (ZLL). subdivisions shall have a minimum lot area of 3,600 square feet.

iii. Single Family Attached (SFA) subdivisions shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.

7. Tract E (Village Center)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the C-3 (Neighborhood Center Commercial) district shall be permitted in Tract E.

i. Add the following permitted uses:

Bars, Lounges and Related Entertainment Uses located within a building containing at least 50,000 sq.ft. occupied by hotel, theater, retail shopping, and/or office facilities

Catering Establishments

Colleges, Junior Colleges, Universities and Seminaries

Department Stores

Food Stores

Hotels

Motels

Office Support Retail Uses

Residential, one or more dwelling units located above the first floor of a building which contains another permitted use on the first floor

ii. Delete the following permitted uses:

Veterinary Clinics and hospitals

b. Development Standards: Development in Tract E shall adhere to development standards for sub-district C-3/Suburban Center (SCT) sub-district, except as follows:

i. Maximum block face: 450 ft.
Maximum block perimeter: 1,800 ft.

ii. Maximum retail floor area: Retail uses shall be limited to a maximum of 40,000 sq. ft.

iii. Minimum lot coverage: 55%
Maximum lot coverage: 100%

iv. Maximum building height: 40 ft.

v. Parking Location: Zone 2 and 3

8. Tract L (Regional Commercial)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the C-5 (Regional Center Commercial) district shall be permitted in Tract L.

i. Add the following permitted uses:

Residential, one or more dwelling units located above the first floor of a building which contains another permitted use on the first floor

ii. Delete the following permitted uses:

Mobile Home Sales, Rental and Service Agencies Motor Vehicle and Boat Sales and Rentals

b. Development Standards: Development in Tract L shall adhere to development standards for the C-5/Suburban Center (SCT) sub-district.

9. Tracts G, N, S, and V (Limited Development)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses for property with a Recreation Future Land Use (FLU) designation in the LD district shall be permitted in Tracts G, N, S, and V.

Add the following permitted uses:

Outdoor public and private (resource based) recreational uses, necessary support facilities and limited road access

Public and private active and resource based parks and open space

b. Development Standards: Development in Tracts G, N, S, and V shall adhere to development standards for the LD/Preservation, Conservation and Recreation (PCR) subdistrict.

10. Tract U (Limited Development)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory, uses for property with a Recreation Future Land Use (FLU) designation in the LD district shall be permitted in Tract U.

Add the following permitted uses:

An 18-hole golf course and associated facilities

Public and private active and resource based parks and open space

- b. Development Standards: Development in Tract U shall adhere to development standards for the LD/Preservation, Conservation and Recreation (PCR) sub-district.

11. Tracts I, K, O, R, T, and X (LD Limited Development)

- a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses for property with a Conservation Future Land Use (FLU) designation in the LD district shall be permitted in Tracts I, K, O, R, T, and X.

Delete the following permitted uses:

Single-Family, Detached

- b. Development Standards: Development in Tracts I, K, O, R, T, and X shall adhere to development standards for the LD/Preservation, Conservation and Recreation (PCR) sub-district.

D. Signs:

Prior to the first site plan or subdivision plat approval, the developer shall submit a comprehensive sign plan in accordance with the Land Development Code.

E. Outdoor Lighting:

Lighting shall conform with Article 4 (General Site Development Standards) of the Land Development Code except that the use of shoebox and cobra head light fixtures shall be prohibited.

F. Water Conservation:

- 1. The Developer will coordinate with the City of Lakeland and the Southwest Water Management District (SWFWMD) to ensure water conservation as required by the City and SWFWMD.
- 2. Prior to commencement of any site clearing activity, the developer shall provide the City with the National Pollutant Discharge Elimination System (NPDES) Notice of Intent (NOI) form for the applicable development site. The developer shall submit the NOI to the Florida Department of Environmental Protection (FDEP) prior to the commencement of development.
- 4. For the purpose of potable water conservation, installation of high-efficiency (low volume) plumbing fixtures, appliances, and other water-conserving devices is required. Since 1994, the Standard Plumbing Codes (Southern Building Codes) have required efficient plumbing fixtures.

5. In order to facilitate concurrency, City assurance of adequate potable and non-potable water supply capacity must be provided prior to development of Phases II and III respectively. Updated water demand estimates shall be provided as needed and reviewed by the Water Utilities Department.

6. For the purpose of potable and/or reclaimed water conservation, use of "Florida Friendly" principles is required in all landscaped areas. Ecologically viable portions of existing native vegetation shall be incorporated into the landscape design to the greatest extent practicable and shall not be irrigated.

7. When available, the developer shall use reclaimed water or another alternative source (other than the Floridan aquifer) for irrigation of open space, golf course, and common areas. "Florida-friendly" landscaping principles will be incorporated into the golf course design, which will include ecologically viable portions of the site's existing native vegetation. Areas of natural vegetation shall not be irrigated.

G. Conformity with Land Development Code:

Development shall comply with all applicable standards of the Land Development Code (LDC) unless otherwise provided for by this PUD. If any provision of this PUD is found to be in conflict with the LDC, the more restrictive shall prevail.

H. Transportation:

1. Approval: Equivalency Matrix (Attachment G). The Williams PUD transportation impacts shall be monitored and mitigated based upon the Williams PUD Development Program and Phasing Table set forth in Attachment "E" attached to and incorporated in this PUD approval. The trip generation volumes projected to occur from development from the Williams PUD are depicted in the Williams PUD Trip Generation Table attached to and incorporated in this PUD approval as Attachment "F." Specific approval is granted Phase 1 and a portion of Phase 2 of the Williams PUD. The developer may proceed with developing land uses within any phase of the PUD so long as the development does not exceed the approved trips for that phase. Approval of subsequent phases shall be subject to additional transportation concurrency analyses and the conditions in this PUD approval. Transportation facilities, payment of impact fees, and granting of credits (if any) shall be implemented in accordance with the City's Impact Fee Ordinances and Concurrency Management Ordinance, which shall govern all transactions at the time of an application for impact fee credits. Impact fee credits requested for County fees collected within the City's jurisdiction are subject to approval by the appropriate entity. The developer may change the mix/ratio of land so long as the changes result in an equivalent number of trips and traffic analysis approved with these PUD approval conditions. An equivalency matrix will be utilized to evaluate changes to the land use mix based on daily trips and is depicted in Attachment "G" attached to and incorporated in this PUD approval.

2. Phase I and II(a) Concurrency. Based on the completed traffic analysis for the proposed development, Phase I shall receive Concurrency Certificates for transportation. Phase II(a) shall consist of a mix of land uses specified as up to 48% percent of each land use type in Phase II per the Phasing Table in Attachment "E" hereof, but allowing for 100% of the golf course and the school, such that the calculated external traffic of Phase II(a) does not exceed 48% of the calculated external traffic of Phase II. Development within Phase I shall be completed prior to the commencement of Phase II(a) for cumulative concurrency to be extended and provided that the first biennial traffic monitoring report for Phase II(a) indicates available capacity of SR 33 (from Old Combee Road at Deeson Point Boulevard to I-4 at Exit 38) to accommodate the additional development increment. Phase II(a) shall receive Concurrency Certificates for transportation until Phase II(a) is completed. However, a full intersection analysis of the SR 33 and Interstate-4 intersection shall be performed according to the agreed upon methodology prior to the submittal of a subdivision or site plan approval for Phase II(a). For all Phases beyond Phase II(a), a new traffic study and concurrency application will be required consistent with the City of Lakeland Concurrency Management Ordinance.

3. Concurrency Beyond Phase II(a). If levels of service decrease below acceptable standards (as established in the City of Lakeland Comprehensive Plan) on significantly impacted roadways (Williams PUD traffic 5% or greater) identified in Condition I.4 below, then all development must cease provided that all development activity for which the City has approved a site plan shall be allowed one year in which to receive a building permit. Once said permit is issued, the permitted development may continue until completion, including the certificates of occupancy. In the event that it is determined that development activity shall cease pursuant to the provisions of this paragraph, no approved site plan or building permit may be renewed or extended beyond its original term. If development is required to stop as aforesaid, no development permit shall be issued until transportation improvements necessary to return the roadways to acceptable levels of service are under construction or scheduled for commencement of construction in the third year or earlier of the applicable FDOT five (5) year work program or the adopted City or County five (5) year Capital Improvement Element of the Comprehensive Plan. Transportation improvements necessary to return the roadways to acceptable levels of service shall be determined by a transportation analysis, using a methodology acceptable to the City, to be performed at the developer's expense. Acceptable levels of service shall be that level of service set forth in the City of Lakeland Comprehensive Plan and the Florida Transportation Plan. Nothing in this condition shall be interpreted to require cessation of any Williams PUD construction if the roadway improvements needed to accommodate the impacts created by this development on significantly impacted roadways have been accomplished.

4. Traffic Concurrency Tracking and Traffic Monitoring. The Developer shall prepare and submit to the City each January 1st, transportation concurrency information or the project including a.) the cumulative number of units or area of non-residential

uses that have been approved, Building Permits issued, and Certificates of Occupancy issued and b.) the number of remaining vested trips on the impacted roadway network.

When Certificates of Occupancy have been granted for uses representing 75% of the estimated trip generation for Phase I, the Developer shall collect counts along the State Road 33 corridor on a biennial basis, unless or until the construction phases of the planned State Road 33 capacity improvements between Old Combee Road and Tomkow Road, including the reconstruction of the interchange at Exit 38, have been programmed in the first three years of the FDOT Work Program. The traffic data collection and analysis shall be performed at the Developer's expense and shall include detailed assumptions as to capacity standards, level of service standards, the amount of vested trips approved and utilizing the State Road 33 corridor as documented in the Transportation Concurrency Tracking Report, and the availability of transit services south of University Boulevard. This State Road 33 Traffic Monitoring Report shall determine deficiencies and acceptable levels of service and shall form the basis for determining interim operational improvements needed to accommodate the impacts created by the Williams PUD consistent with proportionate fair share.

When a driveway connection is made to Mt. Olive Road, the traffic count program shall be extended to include the State Road 33/Mt. Olive Road and State Road 33/Old Polk City Road unsignalized intersections. When warranted and based upon the level-of-service, the Developer shall provide its fair share for the costs of signalization improvements, including any surface improvements needed to yield safe and efficient signalized intersection operation, as determined by the City, FDOT and Polk County. Intersection signalization projects shall include traffic cameras and other necessary hardware and software to incorporate into the regional intelligent transportation system architecture used to assist in traffic operations and management of the roadway network.

5. **Transportation Improvements Funding.** The developer or its successors shall, in coordination with the City, utilize transportation impact fee credits or other available private or public funding and construction mechanisms which generate sufficient funds to mitigate the Williams PUD's transportation impacts on each significantly impacted State, county and/or city roadway, as found on the City's concurrency roadway network database. These mechanisms shall be used to reasonably ensure that all necessary public transportation facilities shall be constructed and made available when needed to accommodate the impacts of the proposed development consistent with the provisions of Florida Statutes, Chapter 163. The minimum transportation impact funding and construction mechanism shall be the City's currently adopted impact fee program (City of Lakeland Transportation Impact Fee Ordinance, Ordinance No. 5535, as amended). The developer shall also have the following options should monitoring indicate a need for additional funding mechanisms to construct transportation improvements to mitigate Williams PUD impacts:

- (a) The developer and the City have discussed the utilization of a Community Development District (CDD) (Chapter 190, Florida Statutes), mechanism to generate internal improvement funds for road and other improvements.
- (b) Credit will be granted against construction and right-of-way costs in accordance with the City of Lakeland Transportation Impact Fee Ordinance No. 5535, as amended. Except for the East-West Road (including University Boulevard and Research Way) and the Polk Parkway / Pace Road interchange, the developer may advance any road improvement by either constructing such project, or advancing necessary funds and right-of-way to any of the applicable governmental agencies responsible for implementing the roadway improvement. In either case, these activities may be eligible for impact fee credits as per the City's adopted Impact Fee Ordinance.
- (c) The developer may choose to participate in the City's adopted proportionate fair share program where there is an applicable facility level of service failure and where adequate funding is available in the City's adopted Capital Improvement Plan as per the City proportionate fair share provisions.

6. Required Dedication of Rights-of-Way and Easements. All necessary road rights-of-way; future transit corridors that accommodate potential bus lanes, Bus Rapid Transit (BRT) service and/or light rail; multi-use trails, drainage and utility easements shall be dedicated to the City upon approval of the project's applicable final site plan or subdivision plans and plats associated with the improvements. Any necessary utility easements for use by FPU for its adjoining campus properties shall also be dedicated by Williams to the City to facilitate utility service from the City of Lakeland, subject to, conditioned upon, and provided that FPU is cooperating and contributing its fair share to any related improvements or land needs. Williams shall also cooperate with the City of Lakeland in the location of an easement from the Tenoroc Mine Road area near the southeast corner of the Property upon receipt of written notice from the City that it will extend water lines and service in that area. Required multi-use trail easements shall have a width of no less than 20 feet. Drainage easements that may be required to be dedicated to the City at the time specified above, shall be dedicated to the City only as per the overall, approved stormwater management and maintenance plans. Impact Fee Credits for such dedications shall be provided to the full extent authorized by the City under relevant City ordinances.

7. Construction of roadways as depicted on Attachment "D", Roadway Typology and Classification. The developer shall submit alignments, typical sections and other design features as well as adequate soils borings and analyses for all proposed roadways and right-of-way dedications to the City Engineering Division for its approval prior to roadway construction. Roadway D within the PUD boundaries shall extend Mt. Olive Road to serve that portion of the PUD lying east of the Polk Parkway. The developer or their successor(s) shall cooperate with other controlling interests to allow Mt. Olive Road to extend to Pace Road when feasible. The developer shall also work with the City, local transit provider and adjacent developments to provide for transit service on SR 33 in the event that University Boulevard contributes to the degradation

of the highway level-of-service on SR 33 between Interstate-4 (Exit 38) and Socrum Loop Road.

8. **Traffic Studies.** The developer will provide a current traffic analysis prior to commencement of Phases II(b) and III to verify conditions at the end of development constructed through Phase II(a) and II(b), respectively and to verify or re-determine the needed transportation improvements to accommodate development in the later phases. The analysis will be conducted and performed in a manner consistent with a methodology to be approved by the City.

9. **Connection to Trail.** The developer shall continue to cooperate with the City and other appropriate parties to construct a 12-foot wide multi-use trail connection through the development to the planned Tenoroc Trail. This trail system could be incorporated into the design and construction of residential or commercial subdivisions, with documentation that the discrete trail segments will ultimately connect with each other to fulfill this condition. This condition shall include the requirement for identified trail easements to be dedicated to the City and/or appropriate public entity by or before the commencement of Phase II. Lands subject to this condition include those within the project as well as, where practical, the intervening lands located between SR 33 and the western boundary of the PUD which are entirely owned by the developer. This condition shall run with any sale of any part of those intervening lands as a covenant or similar legal restriction (non-PUD lands issues may also be the subject of a separate City ordinance). All City trail easements will be required to be at least 20 feet wide. The multi-use trail and easements shall be configured to accommodate direct connections to specific points within the PUD, including the Town Center at a point immediately adjacent to the University campus, the future transit transfer station, the eastern boundary of the PUD adjacent to Pace Road and the southern boundary of the PUD to accommodate access to the Tenoroc Fish Management Area and Braddock Road crossing of the Polk Parkway. Development activity within the PUD shall complement the multi-use trails constructed in conjunction with the University Boulevard and Research Way projects. As such, the PUD zoning district for the PUD shall require design features that minimize driveway and street crossings of these regional trail facilities and to maximize trail functionality through compatible features of adjacent development, including convenient and attractive pedestrian access circulation, street lighting, shade treatments and bicycle parking.

10. **Transit.** The developer was required to and did in 2008 voluntarily petition the Lakeland Area Mass Transit District (LAMTD) to allow for the potential of future bus service to the PUD. The PUD shall be eligible for future transit / bus service when such is financially feasible for the LAMTD or the Polk County regional transit authority, whichever applies. The developer shall, in coordination with the transit provider and with timely input from FPU, locate a transit transfer station to serve the following:

- regional retail center at the Polk Parkway interchange area,
- university student center and
- associated multi-family housing village complex,

- business/research employment center uses in the PUD,
- potential regional/inter-city express transit service on I-4, and
- any future fixed-route transit service serving the PUD/FPU

This transfer station shall be constructed when needed, and when the station site location and a financial sharing plan is agreed to by the developer, LAMTD or its successor, and the City, and shall be in addition to provision of transit shelters throughout the project. Location of said transfer station or any park and ride facilities shall be determined in conjunction with the transit provider(s), the City and the Polk TPO's MyRide-Park and Ride Facility Study as completed in May 2012, with comment from FPU which desires adjacency or close proximity to its campus.

Prior to each site plan or subdivision approval for development sites located adjacent to University Boulevard, Research Way, and other collectors identified in Attachment "D," the City of Lakeland shall determine what, if any, transit stop facilities will be required to support the development. Such required facilities, including deployment pads, bench pads and transit shelters shall be placed within public right-of-way or an easement and comply with all applicable Americans with Disabilities Act and City design standards. The Developer or its successors shall also work with the City, local transit provider and adjacent developments to provide for transit service on SR 33 in the event that University Boulevard contributes to the degradation of the highway level-of-service on SR 33 between Interstate 4 (Exit 38) and Socrum Loop Road.

11. Commuter Assistance Program. During Phase I, the developer or its successor shall work with the LAMTD/transit provider to establish a commuter assistance program by participating in a funding program for adequate transit service that would be in place by August 2021 or prior to the first Certificate of Occupancy for the PUD, whichever occurs last. Fair and equitable funding mechanisms that shall be explored for this enhanced transit service include any student activity fees that may be established by the University, the use of parking fines within the PUD and/or the FPU Campus, and/or other non-traditional funding sources which would not replicate the property tax assessed by the transit district, including use of CDD assessments. This commuter assistance program shall also include provisions for maximum automobile parking standards to encourage use of transit, car-pooling and non-motorized modes of travel, as well as provisions for the inclusion of shower/changing room facilities for major office employment centers within the PUD.

12. Access to Tenoroc Mine Road. The developer agrees to work with City to provide (a) a stub out and gate for an emergency only access point to be located at the southern boundary of the Property onto Tenoroc Mine Road, and (b) a stub out at the southeast corner of the Property for a potential future connection oriented to Braddock Road for local/neighborhood traffic as generally illustrated on amended Attachment "D" attached to and incorporated in this PUD approval with any extension from the stub out to be built by others.

13. Interconnectivity. Interconnectivity between individual development sites shall be required through the establishment of street grid networks as required by the Land Development Code and/or formalized by the execution of cross-access agreements that are executed by adjacent property owners and recorded with the Polk County Clerk of Courts. In the event that cul-de-sacs, looped streets or other street layouts are proposed that do not provide connectivity to adjacent neighborhoods due to environmental constraints, sidewalks shall be proposed to make those external connections, located within minimum 10-foot wide tracts that are owned and maintained by a Home Owners Association or Community Development District.

14. Prior to the first site or subdivision plan approval in each development tract, the developer or its successors shall provide a layout plan for the tract that demonstrates compliance with the multi-use trail requirements contained in the Amended and Restated Development Order for the Williams PUD, including identification of trail segments that will be incorporated into subsequent site or subdivision plans to be reviewed and approved by City staff.

15. Site and subdivision plans that are submitted for locations adjacent to the University Boulevard and Research Way multi-use-trails shall include:

- a. Direct, dedicated sidewalk or trail connections that separate pedestrian/bicycle movements from vehicular use areas. Where crossings of vehicular travel aisles are necessary for overall site circulation, enhanced crosswalks shall be defined through such measures as high-visibility pavement markings or alternative pavement designs and shall include design features that slow vehicular traffic at the crosswalk locations. Sidewalk and trail connections shall not be routed past solid waste collection bins, loading docks or other service areas within a given development site.
- b. Bicycle parking that is designed and installed in compliance with the Land Development Code and City Engineering Standards Manual, located adjacent to each principal building entrance and is easily accessible to each trail.
- c. Enhanced landscaping along each development site's trail frontage that includes the large maturing Class A street trees or other acceptable treatment as determined by the City Parks and Recreation, Community and Economic Development and Public Works Departments.

I. Organizational Structure

To ensure that facilities required by the preceding standards are adequately funded for construction and long-term maintenance, there shall be a Master Property Owners Association for the Williams Property to provide for and maintain infrastructure that is common throughout the project or serves the

entire project and neighborhood or sub-area Property Owner Associations to provide for and maintain infrastructure within individual development tracts. At the option of the Williams Acquisition Holding Company Incorporated, a Community Development District (CDD) may also be utilized.

1. Overall Organizational Structure: All proposed development must participate in the Mandatory Master Property Owner's Association or CDD or both throughout the project or serves the entire project.

Public Realm facilities, including, without limitation, roadways, pathways, street trees, street lighting, utilities, parks and open space, and public safety improvements that are within the project and benefit the project landowners may be owned and operated by the Association and/or the CDD and shall be the responsibility of all landowners within the project boundaries as provided in the Association and CDD establishment documents.

Mandatory Master Property Owners Association: Documents establishing the Association's responsibilities and fees, and participation in the Association must be recorded with the Polk County Clerk at the time of recording the first plat. Additionally, the Master Property Owners Association must meet the following requirements:

- a. Require mandatory membership for each Property Owner.
- b. Provide for the ownership, development, management, and maintenance of private open space (except owned by individual property owners), community parks, community parking facilities, community meeting halls, stormwater drainage systems, common lighting fixture and other common access or infrastructure.
- c. Provide for maintenance of landscaping and trees within the arterial and collector road streetscapes.
- d. Require the collection of assessments from members in an amount sufficient to pay for its function.
- e. Require that the Property Owner's Association obtain the approval of the City, regarding the disposition and management of space and facilities under common ownership, before it may be dissolved.

2. Neighborhood, Village Center, Commercial Area, or Business/Industrial Park Associations: All Owners of property subject to proposed development shall participate in a neighborhood or other sub-area Property Owner's Association for the respective development tract. Documents establishing the Association responsibilities, fees, conditions, covenants, and

restrictions, must be recorded with the City of Lakeland at the time of recording the plat of any part of a neighborhood or other sub-area. The Neighborhood, Village Center, Commercial Area, or Business/Industrial Park. Property Owner's Association must meet the following requirements:

- a. Require mandatory membership for each Property Owner.
- b. Provide for the ownership, development, management, and maintenance of neighborhood or commercial area facilities including private open space (except owned by individual Property Owners), Neighborhood Center or Village Center parks, Neighborhood or Village Center parking facilities, neighborhood meeting halls, stormwater drainage systems, and other neighborhood common access or infrastructure.
- c. Provide for maintenance of pedestrian lighting, landscaping and street trees within the neighborhood circulator, neighborhood local, medium industrial and village commercial streetscapes.
- d. Require the collection of assessments from members in an amount sufficient to pay for its function.
- e. Be effective for not less than fifty-years.
- f. Require that the Property Owner's Association obtain the approval of the City, regarding the disposition and management of space and facilities under common ownership, before it may be dissolved.

3. Development Approval: Final Subdivisions Plats and site plans shall not be approved until the following occurs:

- a. The Master Property Owners Association and pertinent neighborhood or sub area Property Owners Associations are established and,
- b. The City is assured that the public realm infrastructure improvements that are required by the standards described herein shall be appropriately dedicated or conveyed, installed or constructed and maintained. The Developer of each subdivision or site plan shall construct the required facilities. Facilities not dedicated to the City shall be conveyed to the Property Owners Association(s) for ownership and maintenance.

J. Archaeological/Historical Resources: Mitigation of impacts to significant archaeological sites shall be accomplished through excavation and recovery of its data contents prior to site alteration activities. Copies of the resultant site excavation report shall be submitted to the City and the Florida Division of Historical Resources for review.

K. Natural Resources and Public Facilities:

1. Air Quality. Minimum transportation level of service standards shall be maintained throughout the life of the Williams PUD on significantly impacted roadways to minimize automobile pollution. An air quality screening will be provided by the Developer subsequent to any traffic analysis provided for Phases II and III.
2. Water/Wastewater. Wastewater, any feasible reuse and potable water service shall be provided by the City, subject to concurrency and other conditions herein. Other possible providers of reuse water (i.e., treated effluent) for the project, such as from the City of Auburndale, shall notify the City Water Utilities Department of any proposed agreement to provide such service to the project and generally describe the scope and parameters of said services; City Water Utilities retains the right to review and approve this proposal. The developer shall, in a timely manner, provide to the City of Lakeland adequate easements of land for utility lines and associated facilities as required to provide any and all of these services for the Williams PUD project and as required to serve the adjacent FPU Campus with these same services; this shall include easements for any potable water inter-tie with the City of Auburndale and for a longer term secondary loop water line as required by the City and State of Florida for residential development beyond a given threshold.
3. Schools. Lands shown on Attachment "B" reflect 45 acres dedicated for institutional uses including any applicable public safety facilities, and specifically for a future public school site, if warranted and acceptable to the Polk County School Board. If the development of the Williams PUD creates the need for a public school within the Williams PUD, this school site dedication, if accepted by the school board, would constitute the developer's mitigation of said need, provided all roadway access and necessary water and wastewater utilities are also furnished by the developer. Impact Fee Credits for such dedication (i.e., donation) shall be provided to the full extent authorized by the applicable County ordinance. Due to the developer's early agreement to dedicate the above school sites, their early agreement to pay school impact fees prior to such becoming a requirement, and their project's substantial (5 yr) delay in negotiating a donation agreement with the University to effectuate a new local campus, the City agrees that the developer shall not be responsible for school capacity improvements for the residential units authorized by the adopted PUD approval based upon any later adopted ordinance or policy so long as the developer is in compliance with the provisions of this PUD approval and that the City agrees that the developer is vested for school concurrency for the residential land development program authorized by this PUD approval.
4. Fire Protection. Fire protection services shall be provided by the City. Due to the distance and associated response time from the nearest City fire

station, the developer shall work with the City's fire department to explore all feasible options to minimize response times to the project site, including any possible on-site facilities. This shall be discussed and evaluated in the first annual report after the first certificate of occupancy in Phase I and thereafter until a facility is located or if it remains a city concern.

5. Parks and Recreation. Public Parks and Recreation services shall be provided by the City, in addition to any on-site recreational trails/open spaces provided as part of the Master Plan or required as per the City's Comprehensive Plan. The developer or a designated property owners association, Community Development District or similar shall identify within the designated Recreation land use area a park site and develop and maintain at least a neighborhood level park and playground site within the larger open space Recreational area; the privately maintained neighborhood park shall be co-located and accessible to the adjoining 45-acre designated Institutional tract and have pedestrian/bicycle access to the surrounding residential uses. Park land donation and related park improvements shall be eligible for recreation impact fee credits as per the City's governing fee ordinance. All City of Lakeland parks and recreation level of service standards shall be maintained.

6. Surface Water, Drainage, Stormwater, and Floodplains. Master drainage and stormwater management plans shall be provided by the developer prior to development activity in accordance with the Land Development Code and applicable state requirements, including developer's existing conceptual MSSW permit. The developer shall comply with the City's floodplain management ordinance and the Land Development Code.

7. Community Development Districts. The developer may utilize community development districts and/or a property owners' association coupled with municipal services taxing unit (MSTU) to maintain the system. Water management plans, construction plans, and FEMA approvals shall be obtained prior to construction on any mined or reclaimed lands.

8. Construction in Mined or Reclaimed Areas. Prior to approving development/construction activities in mined or reclaimed areas on the site, the flood potential and flood prone areas of the site must be determined and submitted to FEMA for review and approval. The flood study will include the determination of the base of the floor/foundation elevation for roadways and structures to be constructed on site and shall be submitted to the City along with FEMA's approval of a Letter of Map Revision, prior to or in conjunction with any submittal for approval of final development plans by the City.

9. Wildlife and Listed Species. Impacts to any listed species identified in the faunal surveys will be avoided if practicable and in a way which complies with federal and state laws for species protection. The developer shall work cooperatively FDOT, the City and other with groups pursuing a wildlife

corridor/hydrological corridor to connect lands and water flows between the Green Swamp/areas north of Interstate 4 and lands south of the Interstate as first identified by FDOT in 1998 and incorporated into the Polk Transportation Planning Organization's long-range transportation plan. This effort may include granting easements for the corridor on the PUD or adjacent non-PUD lands owned by the developer, or its successors, to be negotiated by the developer and the applicable groups or agencies pursuing such a corridor. Attachment H depicts the corridor that will be the subject of this condition and negotiations. The location of a wildlife corridor has not been determined by FDOT but could be located along the southern boundary of Interstate 4. A final location for the wildlife corridor, whether located on the PUD or adjacent non-PUD lands, will be subject to further negotiations and funding from FDOT or other sources. The following additional conditions shall apply:

- (a) The developer shall develop a management plan for any active bald eagle nest located within 660 feet of development areas prior to development of this area. The plan shall be consistent with "Habitat Management Guidelines for the Bald Eagle in the Southeast Region" (U.S. Fish and Wildlife Service, 3rd Revision Jan. 1987) and any subsequent revisions thereof.
- (b) The pine flatwoods, mixed hardwood conifer community and live oak hammock surrounding wetlands F3 and F4 shall be designated as open space as generally depicted on Map A. Use of upland within the designated open space may include passive recreation, provided habitat alterations are minimal, and uses and management are consistent with habitat requirements of the eastern indigo snake and Sherman's fox squirrel. Provisions of this Condition relative to habitat alteration and management shall become void should indigo snake and Sherman's fox squirrel no longer inhabit or frequent the area.
- (c) For the protection of on-site Gopher Tortoise, the developer shall follow, "Regulations and Enforcement of 'Taking' of Gopher Tortoise by Development Activities Under the Rules of the Florida Game and Freshwater Fish Commission" (Bradley J. Hartman, June 1992) and any subsequent revisions thereof. New rules governing mitigation or relocation for this species under its "threatened" status shall be complied with as per the Florida Fish and Wildlife Conservation Commission, formerly known as the FG&FWC.
- (d) Burrows of the Burrowing Owl (*Speotyto cunicularia*) were found in improved pasture in the northeast portion of the site. For any burrows within a development parcel, the developer shall follow "Burrowing Owl Nest Protection Guidelines and Procedures" (Revised May 16, 1990) by the Florida Game and Freshwater Fish Commission (now Florida Fish and Wildlife Conservation Commission) and any subsequent revision thereof.
- (e) Except as otherwise allowable by this development order, site development related activities shall not result in the harming, pursuit or

harassment of wildlife species classified as endangered, threatened or a species of special concern by either the state or federal government or in contravention of applicable state or federal laws. Should such species be determined to be residing on, or be otherwise significantly dependent upon the project site, the developer shall cease all activities which might negatively affect that individual or population and immediately notify both the Florida Fish and Wildlife Conservation Commission and the United States Fish and Wildlife Service. Proper protection and habitat management, to the satisfaction of both agencies, shall be provided by the developer. "Harming" and "harassment" as used in this recommendation shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 CFR Section 17.3. Pursuant to historical City, County and Regional efforts to establish a continuous conservation and wildlife habitat corridor from the Saddle Creek/Lake Hancock basin area north to the Green Swamp, the developer will work with appropriate agencies to identify and preserve lands that would provide a continuation of the City's proposed Greenbelt (illustrated in the City's Comprehensive Plan, Conservation Element) within the appropriate portion of the PUD lands and/or the adjacent non-PUD lands that are already designated as conservation.

10. Soils:

(a) Prior to the commencement of site-specific construction activities in the mining and reclaimed areas the developer must provide detailed soils analysis and foundation recommendations for each construction site for review to the City of Lakeland. In the areas with high water table elevations (within 2 foot of the land surface) additional foundation/soils investigations are requested for each construction site.

(b) If any soil reshaping occurs on site the developer will update the soil radiation survey and ensure that there is adequate soil cover over any soils deemed to have excessive radioactive levels and/or design the building foundation with adequate radon mitigation construction techniques to provide protection of the occupants of any on site structure.

(c) Special construction techniques to address radon concerns have been approved by the Florida Department of Health (DOH) and include the following items: ventilated crawl space, post-tension slab and improved monolithic slab.

(d) In addition to any required applicable Florida DOH review and comment, implementation of the following additional safeguards in controlling radon levels will include: deed restrictions relating to construction techniques and review by City of Lakeland Planning and Building officials to ensure compliance with these conditions.

SECTION 3. The City Commission does hereby expressly find that the provisions of this Ordinance are in conformity with the Comprehensive Plan of the City of Lakeland adopted by Ordinance 5188.

SECTION 4. All ordinances or parts of ordinances in conflict herewith are hereby repealed.

SECTION 5. If any word, sentence, clause, phrase, or provision of this Ordinance, for any reason, is held to be unconstitutional, void, or invalid, the validity of the remainder of this Ordinance shall not be affected thereby.

SECTION 6. This Ordinance shall take effect immediately upon adoption.

PASSED AND CERTIFIED AS TO PASSAGE this 21st day of October A.D., 2019.

H. WILLIAM MUTZ, MAYOR

ATTEST: _____
KELLY S. KOOS, CITY CLERK

APPROVED AS TO FORM AND CORRECTNESS: _____
OFFICE OF THE CITY ATTORNEY

ATTACHMENT "A"

Legal Description:

LANDS OF WILLIAMS ACQUISITION HOLDING COMPANY, INC., MAKING UP THE AREA OF SADDLE CREEK DRI

The lands lie within Polk County, Florida, and include all or part of the sections identified below: IN TOWNSHIP 27 SOUTH, RANGE 24 EAST, POLK COUNTY, FLORIDA:

Section 12: All the part of Section 12 lying south of the right-of-way for Interstate Highway 4; LESS a strip of lands abutting said highway as conveyed by Agrico Chemical Company to the City of Orlando and the Orlando Utilities Commission under deed dated June 22, 1981, filed December 16, 1981, recorded in Official Records Book 2057, Page 646, Polk County, Florida; AND LESS Order of Taking Parcel 116CEast described as follows: Commence at the southwest corner of the southeast quarter of said Section 12; thence along the west line of said southeast quarter, North 00°28'17" West a distance of 2375.66 feet to the survey base line of State Road 400 (Interstate 4); thence along said survey base line, North 72°47'55" East a distance of 616.08; thence South 17°12'05" East a distance of 295.00 feet for a POINT OF BEGINNING; thence North 72°47'55" East a distance of 423.34 feet; thence South 28°14'57" East a distance of 51.81 feet; thence South 52°18'40" West a distance of 96.53 feet; thence South 32°42'38" West a distance of 169.33 feet; thence South 00°07'38" West a distance of 1323.78 feet; thence North 55°58'31" West a distance of 193.42 feet; thence South 75°42'29" West a distance of 68.70 feet; thence North 13°54'06" West a distance of 52.50 feet; thence North 75°42'29" East a distance of 79.53 feet; thence North 02°15'46" West a distance of 434.08 feet; thence North 19°05'01" West a distance of 75.38 feet; thence North 08°07'40" West a distance of 255.23 feet; thence North 01°56'14" West a distance of 526.53 feet to the POINT OF BEGINNING. AND LESS Order of Taking Parcel 116CWest described as follows: Commence at the southwest corner of said Section 12; thence North 00°23'26" West along the west line of said section a distance of 1241.14 feet to the south line of the lands described in a warranty deed to the City of Orlando, and the Orlando Utilities Commission recorded December 16, 1981, in Official Records Book 2057, Page 646 of the public records of Polk County, Florida; thence North 72°47'55" East along said south line a distance of 3300.73 feet; thence South 01°53'18" East a distance of 47.67 feet to the POINT OF BEGINNING; thence South 01°53'18" East a distance of 546.91 feet; thence South 88°06'42" West a distance of 464.32 feet; thence North 01°53'18" West a distance of 120.03 feet; thence North 88°06'42" East a distance of 227.57 feet; thence North 01°53'18" West a distance of 161.10 feet; thence North 88°06'42" East a distance of 66.59 feet; thence North 20°09'07" East a distance of 94.59 feet; thence North 05°21'37" West a distance of 81.37 feet; thence North 46°54'07" East a distance of 85.85 feet; thence North 01°53'18" West a distance of 19.78 feet; thence North 72°47'55" East a distance of 77.76 feet to the POINT OF BEGINNING.

ATTACHMENT "A"
Legal Description (cont):

Section 13: All of Section 13 LESS the following: Commence at the southwest corner of said Section 13; thence run N 00°22'20" W, along the west line of said Section 13, a distance of 250.00 feet for the POINT OF BEGINNING; thence continue N 00°22'20" W, a distance of 3427.00 feet; thence run N 89°37'40" E, a distance of 4580.00 feet; thence run S 00°22'20" E, a distance of 3427.00 feet; thence run S 89°37'40" W, a distance of 4580.00 feet to the POINT OF BEGINNING;

Section 14: The East 780 feet of the Northeast 1/4 of the Northeast 1/4 of Section 14.

Section 24: The part of Section 24 consisting of the Northeast 1/4; TOGETHER WITH North 268 feet AND the East 315 feet (Less the North 268 feet) of the Northwest 1/4; TOGETHER WITH the East 315 feet of the North 1565 feet of the Southwest 1/4; TOGETHER WITH the North 1565 feet AND the East 496 feet (Less the North 1565 feet) of the Southeast 1/4.

Section 25: The part of Section 25 consisting of the East 496 feet of the North 1/2 of the Northeast 1/4.

IN TOWNSHIP 27 SOUTH, RANGE 25 EAST, POLK COUNTY, FLORIDA:

Sections 7 and 18: The part of the South 3/4 of Section 7 lying south of the right-of-way for Interstate Highway 4; LESS a strip of land abutting said highway as conveyed by Agrico Chemical Company to the City of Orlando and the Orlando Utilities Commission under deed dated June 22, 1981, filed December 16, 1981, recorded in Official Records Book 2057, page 646, Polk County, Florida; AND LESS the part taken by the State for Polk Parkway by Court Order No. 97-1596 dated August 13, 1997; AND LESS: Commence at the Southeast corner of the Northeast 1/4 of said Section 7; thence along the East line of the Northeast 1/4 of said Section 7, N 00°02'59" W for 1,326.42 feet to the Northeast corner of the Southeast 1/4 of the Northeast 1/4 of said Section 7; thence along the North line of the Southeast 1/4 of the Northeast 1/4 and the North line of the Southwest 1/4 of the Northeast 1/4 of said Section 7, N 89°49'03" W for 1,909.81 feet to a point on the existing Easterly Limited Access right of way line of State Road 570 per Florida Department of Transportation Section 97160-2312, said point being the beginning of a curve concave Southeasterly; thence Southerly along the arc of said curve, having a radius of 821.47 feet, and a chord bearing and distance of S 30°22'28" W for 167.76 feet, through a central angle of 11°43'16", for 168.05 feet to the end of said curve and to a point of intersection with the South line of a 145.00 foot wide electric utility easement recorded in Official Records Book 1967, Page 560 of the Public Records of Polk County, Florida, said point being the POINT OF BEGINNING; thence along the last described South line, S 89°49'03" E for 304.60 feet; thence S 00°01'53" W for 156.58 feet; thence S 45°23'58" W for 370.63 feet; thence N 89°59'54" W for 102.94 feet; to a point on the aforementioned existing Easterly Limited Access right of way line of State Road 570; thence along said existing Easterly right of way line for the following two (2) courses: (1) N 12°24'59" W for 52.67 feet to the beginning of a curve concave Easterly; (2) Northerly along the arc of said curve, having a radius of 821.47 feet, and a chord bearing and distance of N 11°22'02" E for 373.68 feet, through a central angle of 26°17'35", for 376.97 feet to the

ATTACHMENT "A"

Legal Description (cont):

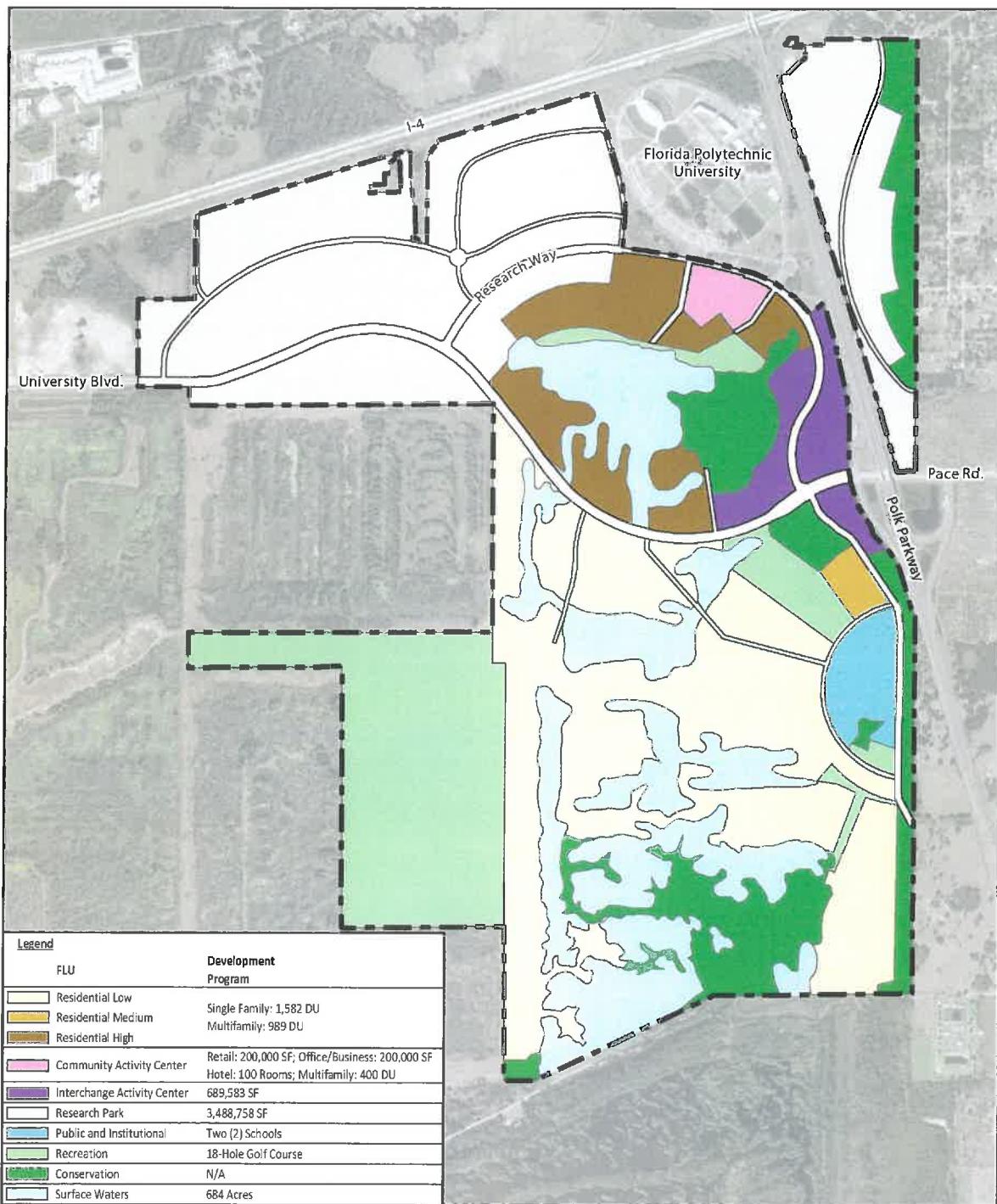
end of said curve and the POINT OF BEGINNING, AND LESS: That part of Sections 7 and 18, Township 27 South, Range 25 East, Polk County, Florida, lying west of the Polk County Parkway (S.R. 570) and being described as follows: Begin at the intersection of the south line of said Section 7 and the westerly right of way line of the Polk Parkway Limited Access Right of Way; thence North 89°02'27" West along said westerly right of way line a distance of 10.52 feet; thence South 50°16'35" West a distance of 263.36 feet to a intersection with a non-tangent curve concave to the southwest and having a radius of 1800.00 feet; thence Northwesterly along said curve to the left through a central angle of 37°33'39", an arc distance of 1180.00 feet, (chord = 1158.99 feet bearing = North 56°33'07" West) to the beginning of a compound curve concave to the southwest and having a radius of 12912.16 feet; thence Northwesterly along said curve to the left through a central angle of 08°23'12", an arc distance of 1890.00 feet, (chord = 1888.31 feet bearing = North 79°31'32" West); thence North 06°16'52" East a distance of 259.17 feet to the beginning of a curve concave to the west and having a radius of 2000.00 feet, thence northerly along said curve to the left through a central angle of 23°28'50", an arc distance of 819.63 feet, (chord = 813.90 feet bearing = North 05°27'33" West); thence North 17°11'58" West a distance of 1326.60 feet to the southerly line of lands lying conveyed to City of Orlando and Orlando Utilities Commission in Official Records Book 2057, page 646; thence North 72°48'11" East along said southerly line a distance of 1847.00 feet to the westerly right of way line of the aforesaid Polk Parkway Limited Access Right of Way; thence along said Limited Access Right of Way lines the following twelve (12) courses; (1) thence South 87°42'34" East a distance of 38.47 feet to the beginning of a curve concave to the south and having a radius of 812.23 feet; (2) thence southeasterly along said curve to the right through a central angle of 45°20'58", an arc distance of 642.88 feet, (chord= 626.23 feet bearing = South 62°47'29" East); (3) thence South 17°12'54" East a distance of 1795.36 feet; (4) thence North 72°47'32" East a distance of 50.00 feet; (5) thence South 17°12'54" East a distance of 1000.00 feet; (6) thence North 72°47'06" East a distance of 10.00 feet; (7) thence South 17°12'54" East a distance of 213.00 feet; (8) thence South 72°47'06" West a distance of 248.00 feet; (9) thence South 17°12'54" East a distance of 381.30 feet; (10) thence South 74°29'53" East a distance of 227.01 feet; (11) thence North 72°47'32" East a distance of 57.01 feet; (12) thence South 17°12'54" East a distance of 73.30 feet to the Point of Beginning.

Section 19: All of Section 19.

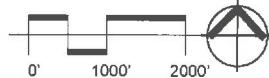
Section 30: The part of the North 1/2 of the Northwest 1/4 lying north of the centerline of the right-of-way for the Tenoroc Spur of the Seaboard Coast Line Railroad Company formerly Seaboard Air Line Railroad Company and now CSX Transportation, Inc. (See railroad right -of- way deed from American Agricultural Chemical Company dated December 19, 1949, recorded in Deed Book 872, page 315, Polk County, Florida, and railroad right-of-way deed from Coronet Phosphate Company dated December 12, 1950, recorded in Deed Book 895, page 564, Polk County, Florida.)

Containing a total of 2479.90 acres, more or less.

ATTACHMENT "B"

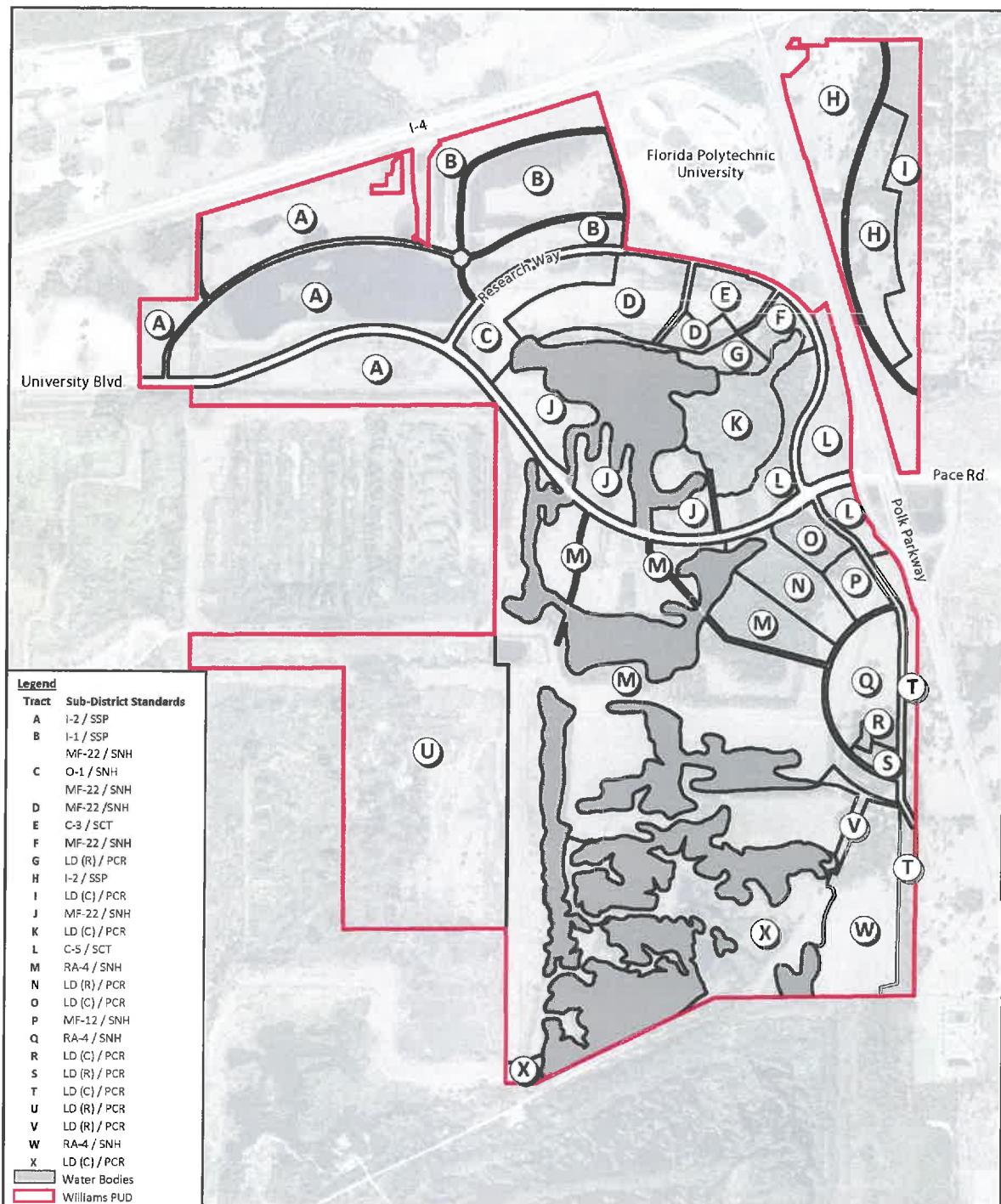


LAND USE PLAN AND DEVELOPMENT PROGRAM

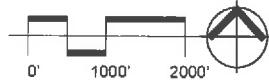


WILLIAMS PUD | LAKELAND | FLORIDA VHB p + d studio | September 20, 2019 | C

ATTACHMENT "C"

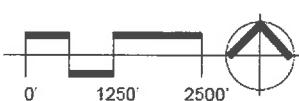
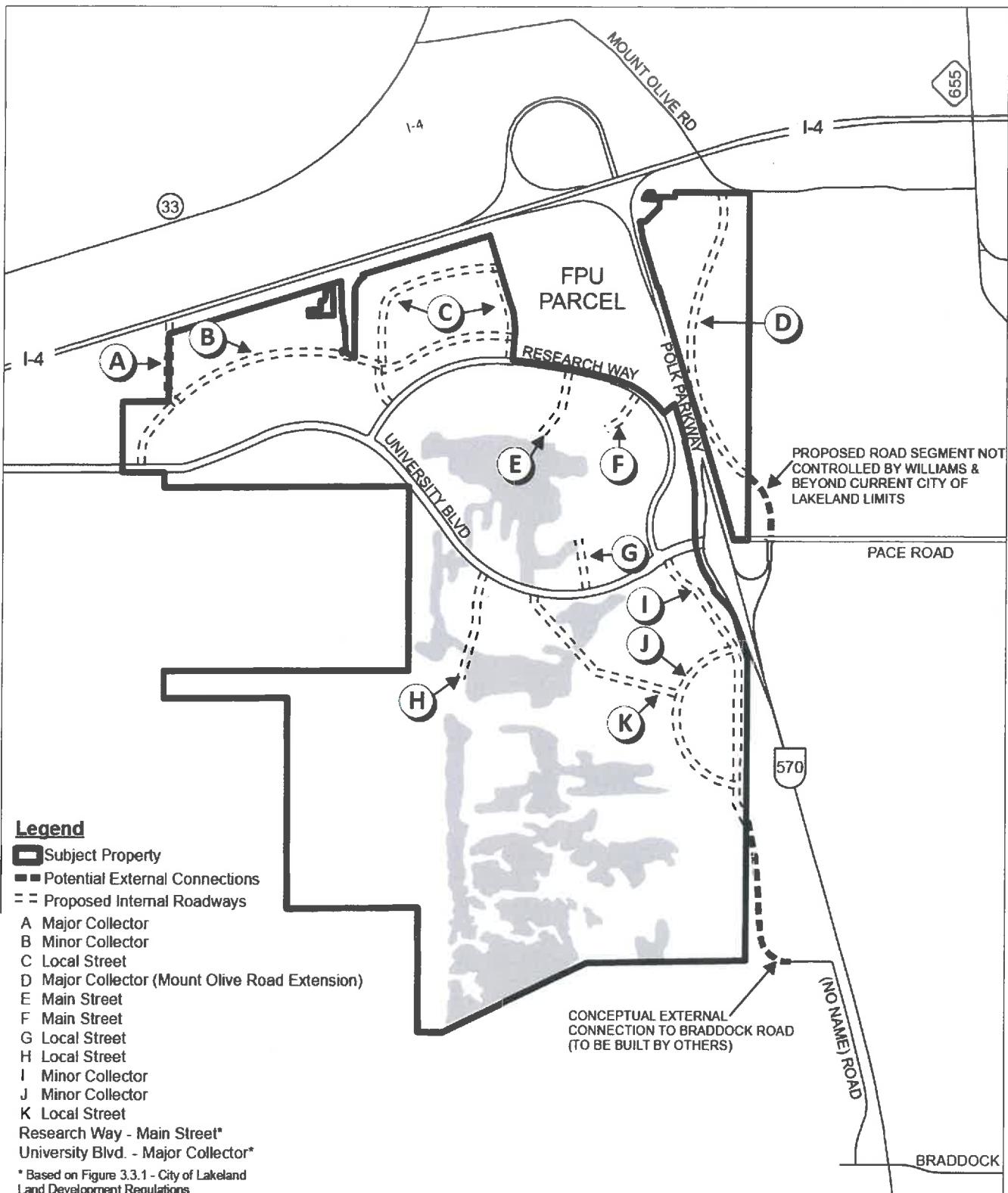


ZONING AND CONTEXT DISTRICTS



WILLIAMS PUD | LAKELAND | FLORIDA VHB p + d studio | September 20, 2019 | C

ATTACHMENT "D"



ROADWAY CLASSIFICATION AND TYPOLOGY

WILLIAMS PUD | LAKELAND | FLORIDA

VHB p + d studio | August 26, 2019 | D

ATTACHMENT "E"

ATTACHMENT "E"

Development Program and Phasing

LAND USE	PHASE 1 ACRES	PHASE 1 UNITS / SF	PHASE 2 ACRES	PHASE 2 UNITS / SF	PHASE 3 ACRES	PHASE 3 UNITS / SF	TOTAL ACRES	TOTAL UNITS / SF
SINGLE FAMILY RESIDENTIAL	255	852	158	530	96	200	509.11	1,582
MULTI-FAMILY RESIDENTIAL	14	145	50	524	75	320	138.77	989
RETAIL	6	53,044 SF	50	424,359 SF	20	212,179 SF	76.11	689,583 SF
HOTELS	0	0		0	10	350	(1)	350
VILLAGE CENTER							19.41	
RETAIL/SERVICE		50,000 SF		100,000 SF		50,000 SF		200,000 SF
OFFICE / BUSINESS		40,000 SF		100,000 SF		60,000 SF		200,000 SF
HOTEL		0		100		0		100
RESIDENTIAL MULTI-FAMILY		100		245		55		400
BUSINESS PARK	0	0	134	1,300,00 0 SF		2,188,75 8 SF	594.89	3,488,758 SF
GOLF COURSE	0	0	230	18 Holes	460	0	230	18 Holes
SCHOOLS	0	0	20	1	20	1	39.63	2 schools
CONSERVATION LANDS							236	
SURFACE WATERS							684 (2)	
ROAD RIGHT-OF-WAY							104.66	
PARKS/OPEN SPACE							100.42	
TOTAL							2,479.90	
(1) The hotel use will be accommodated within the office (Research Park) acreage.								
(2) Surface water acreage can be accommodated with other land uses, as generally depicted on Map D - General Stormwater Plan.								

ATTACHMENT "F"

ATTACHMENT "F" - TRIP GENERATION TABLE
Trip Generation Summary by Phase

Trip Classification	Daily	P.M. Peak Hour		
		Enter	Exit	Total
Phase 1				
Total Trips	25,818	1,374	1,136	2,510
Internal Trips	5,713	273	273	546
Pass-by Trips	800	37	37	74
Net External Trips	19,305	1,064	826	1,890
Phase 2A				
Total Trips	24,750	1,084	1,369	2,453
Internal Trips	8,163	386	388	774
Pass-by Trips	1,050	49	49	98
Net External Trips	15,537	649	932	1,581
Cumulative Net External Trips	34,842	1,713	1,758	3,471
Phase 2B and 3				
Total Trips	33,909	1,096	2,541	3,637
Internal Trips	9,885	516	515	1,031
Pass-by Trips	2,191	102	102	204
Net External Trips	21,833	478	1,924	2,402
Cumulative Net External Trips	56,675	2,191	3,682	5,873

ATTACHMENT "G"

EQUIVALENCY MATRIX FOR LAND USE & TRIP EXCHANGE RATES (WILLIAMS PUD)										
TO										
FROM	SINGLE FAMILY 1 DU	MULTI-FAMILY 1 DU	HOTEL 1 RM	OFFICE (0-10 KSF)	OFFICE (11-50 KSF)	OFFICE (51-100 KSF)	RETAIL (0-10 KSF)	RETAIL (11-50 KSF)	RETAIL (51-100 KSF)	INDUSTRIAL (1 KSF)
SINGLE-FAMILY 1 DU	----	1.44 DU	1.07 RMS	.42 KSF	.61 KSF	.72 KSF	.06 KSF	.11 KSF	.14 KSF	1.3 KSF
MULTI-FAMILY 1 DU	.69 DU	----	.74 RMS	.29 KSF	.42 KSF	.50 KSF	.04 KSF	.07 KSF	.09 KSF	.95 KSF
HOTEL 1 RM	.93 DU	1.34 DU	----	.39 KSF	.57 KSF	.67 KSF	.05 KSF	.10 KSF	.13 KSF	1.28 KSF
OFFICE (0-10 KSF)	2.36 DU	3.41 DU	2.53 RMS	----	1.45 KSF	1.70 KSF	.14 KSF	.26 KSF	.33 KSF	3.25 KSF
OFFICE (11-50 KSF)	1.63 DU	2.3 DU	1.74 RMS	.68 KSF	----	1.17 KSF	.10 KSF	.17 KSF	.23 KSF	2.24 KSF
OFFICE (51-100 KSF)	1.38 DU	2.0 DU	1.48 RMS	.58 KSF	.85 KSF	----	.08 KSF	.15 KSF	.19 KSF	1.91 KSF
RETAIL (0-10 KSF)	16.20 DU	23.39 DU	17.38 RMS	6.8 KSF	9.95 KSF	11.68 KSF	----	1.77 KSF	2.27 KSF	22.28 KSF
RETAIL (11-50 KSF)	9.12 DU	13.17 DU	9.79 RMS	3.85 KSF	5.60 KSF	6.58 KSF	.56 KSF	----	1.28 KSF	12.54 KSF
RETAIL (51-100 KSF)	7.12 DU	10.28 DU	7.64 RMS	3.01 KSF	4.37 KSF	5.14 KSF	.44 KSF	.78 KSF	----	9.79 KSF
INDUSTRIAL (1 KSF)	.73 DU	1.05 DU	.78 RMS	.31 KSF	.45 KSF	.52 KSF	.04 KSF	.08 KSF	.10 KSF	----

ATTACHMENT "G", TRIP RATES (cont'd)

<u>LAND USE</u>	<u>DAILY TRIP RATE¹</u>	<u>ITE CODE</u>
Single-Family	9.5	210
Multi-Family	6.63	220
Hotel	8.92	310
Office (0-10 KSF)	22.64	710
Office (11-50 KSF)	15.59	710
Office (51-100 KSF)	13.27	710
Retail (0-10 KSF)	155.09	820
Retail (11-50 KSF)	87.31	820
Retail (51-100 KSF)	68.17	820
Industrial (1 KSF)	6.96	130

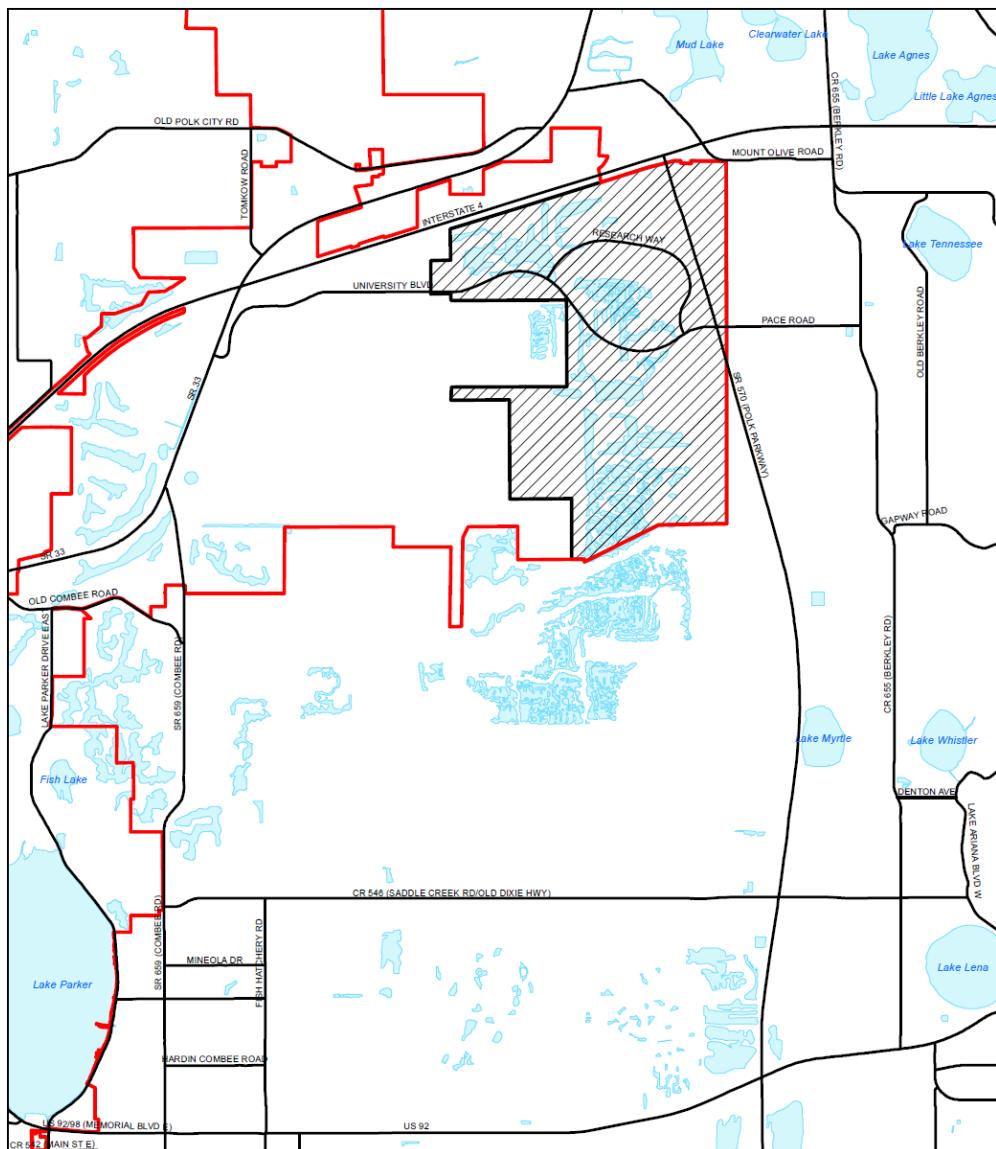
¹ Trip Rate from the 6th Edition Trip Generation published by the Institute of Transportation Engineers

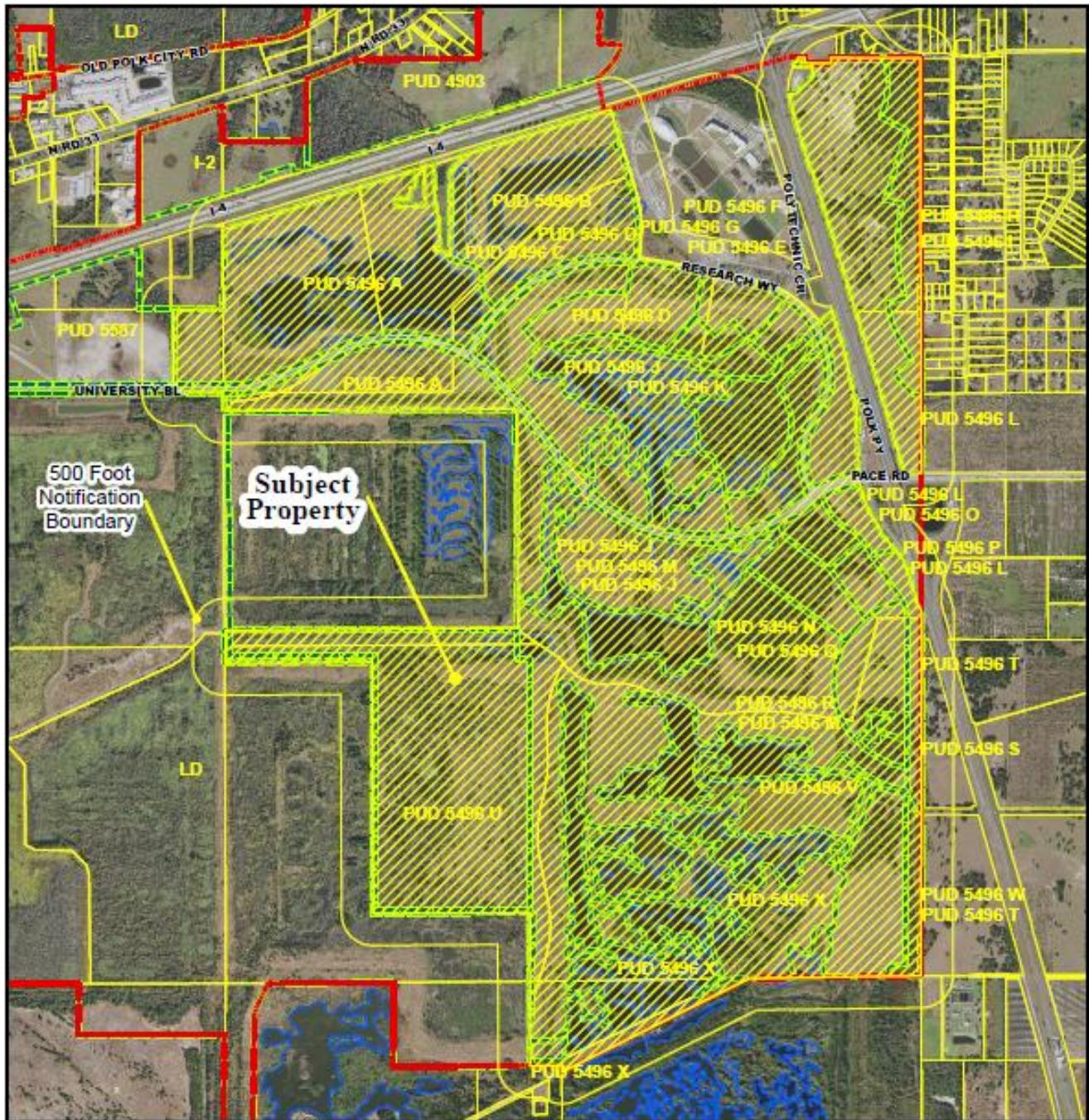


Planning & Zoning Board Recommendation

Date:	October 7, 2019	Reviewer:	Tom Wodrich
Project No:	PUD19-010	Location:	Various (see Attachment "A")
Owner:	Williams Acquisition Holding Company, LLC		
Applicant:	Thomas Cloud, on behalf of Brett Krieg		
Current Zoning:	PUD 5496 (Planned Unit Development)	Future Land Use:	Various (see Exhibit B)
Context District:	Suburban Special Purpose (SSP), Suburban Center (SCT), Suburban Neighborhood (SNH) and Preservation/Conservation/Recreation (PCR)		
P&Z Hearing:	September 17, 2019	P&Z Final Decision:	September 17, 2019
Request:	Modification to PUD 5496, as amended, to incorporate the Development Order conditions from the Williams Development of Regional Impact (DRI) into the PUD conditions. The request to modify this PUD is accompanied by a request to rescind the Development Order (Ordinance 5218) for the Williams DRI, pursuant to Section 380.115, Florida Statutes (FS).		

1.0 Location Maps





2.0 Background

2.1 Summary

Thomas Cloud, on behalf of Brett Krieg, Vice President of Williams Acquisition Holding Company, LLC, requests a modification to PUD 5496, as amended, to incorporate the Development Order conditions from the Williams Development of Regional Impact (DRI) into the PUD conditions. The request to modify this PUD is accompanied by a request to rescind the Development Order for the Williams DRI (DRI19-002), pursuant to Section 380.115, Florida Statutes (FS). The subject property is located south of Interstate-4 and west of the Polk Parkway, south and west of Florida Polytechnic University. A map of the subject property is included as Attachment "B."

2.2 Subject Property

The subject property is approximately 2,479.9 acres in area and was originally approved as a mixed-use DRI in the unincorporated area. The property was annexed into the City in July 2000 through an agreement to transfer the DRI entitlements with City zoning and land use applied at that time. The property was previously mined for phosphate but has been improved with roadways and utilities in preparation for the approved uses. The northern boundary of the site is adjacent to Interstate 4 and Florida Polytechnic University; the eastern border of the site is bordered by the Polk Parkway. Uses to the south and west consist of large tracts of former phosphate mine lands that remain wet and largely undevelopable.

Project Background

The applicant requests a modification to the approved PUD to allow for the rescission of the DRI and to incorporate the DRI conditions into the PUD document. Staff met with the applicant on several occasions over the past year to determine which of the DRI conditions were necessary to incorporate and how to best merge them into the PUD to avoid repetitive or antiquated terminology or intent. Numerous exhibits have been provided to support the detailed master planning of this project, including a land use plan and development program (Attachment "B"); context sub-districts plan (Attachment "C"); and transportation impact mitigation (Attachments "D-G").

2.3 Attachments

Attachment A: Legal Description

Attachment B: Land Use Plan and Development Program

Attachment C: Context Sub-Districts Plan

Attachment D: Roadway Classification and Typology

Attachment E: Development Program/Phasing

Attachment F: Trip Generation Table

Attachment G: Equivalency Matrix and Trip Generation Rates

3.0 Discussion

Section 380.115, FS, allows the rescission of a DRI upon the showing that all required mitigation related to the amount of development that existed on the date of rescission has been completed or will be completed. Since no development within the current boundary of the DRI has occurred, the DRI can be rescinded without violating Section 380.115, FS. The focus of this PUD modification application review has been for staff to review the entitlements and obligations within the DRI Development Order and ensure that they are updated and then transferred over to the PUD zoning for implementation as future development occurs.

The proposed changes to the PUD include updating and renaming attachments and exhibits, removing all references to the DRI, Community Redevelopment Area (CRA) and other obsolete terminology, and removing requirements already covered by existing Land Development Code standards. The list of attachments provided with this staff memo will replace those within the existing PUD document. There is an increase in the number of attachments, as compared with the current PUD, because exhibits and attachments have been added from the DRI Development Order proposed to be rescinded. The added attachments are necessary to address the entitlements and obligations from the DRI, but do not expand the entitlements granted for this development.

3.1 Transportation and Concurrency

The proposed modification has been evaluated for its impact on the transportation network and all conditions necessary to mitigate these impacts have been included in the modified conditions of the PUD.

3.2 Comprehensive Plan Compliance

The Community and Economic Development Department and the Planning & Zoning Board reviewed this request for compliance with Lakeland Comprehensive Plan: 2010-2020 and it is our opinion that the request is consistent with the Comprehensive Plan. All roadway levels of service are acceptable with mitigation as recommended in this PUD modification. Actual construction is subject to final concurrency determinations at the time of site plan review.

4.0 Recommendation

4.1 Community and Economic Development Staff

The Community and Economic Development Department reviewed this request and recommends the approval of the modification of the PUD zoning and the DRI Rescission.

4.2 The Planning & Zoning Board

This recommendation was approved by a 6 – 0 vote of the Board.

Letters of notification were mailed to 54 property owners within 500 feet of the subject property. No objections were received.

It is recommended that the request for a modification of PUD zoning, as described above and in Attachments "A", "B," "C," "D," "E," "F," and "G" be approved, subject to the conditions outlined below:

Note: It is the intent of this recommendation that the Williams DRI (Resolution No. 5218) be repealed.

A. Development Program:

- i. Development shall be limited to the following uses and densities/intensities and as illustrated on Attachments "B" and "C":

Single-Family Residential	1,582 DU
Multiple-Family Residential	989 DU
Retail (IAC)	689,583 SF
Hotels	350 rooms
Village Center:	
Retail Services	200,000 SF
Office/Business	200,000 SF
Hotel	100 rooms
Residential, MF	400 DU
Research Park	3,488,758 SF
Golf Course	18 holes
Schools	2 schools
Surface Waters	684 acres

- ii. A portion of the allowable development for each use listed above may be converted to another permitted use in accordance with the equivalency matrix included as Attachment "G-G" to the Amended and Restated Development Order for the Williams Development of Regional Impact (DRI).

B. Unified Development Tract Map

1. Development shall proceed in substantial accordance with the Master Land Use Plan included as Attachment "G-B" and the Unified Development Tract Zoning and Context Districts Map included as Attachment "D-C" except as otherwise provided herein. With the approval of the Director of Community and Economic Development, minor adjustments can be made at the time of site plan or subdivision plan review without requiring a change to this PUD.
2. Prior to site plan or subdivision plan approval for each respective development tract or sub-tract, a complete legal description of the related development parcel shall be submitted to the City, which shall amend this PUD to incorporate said legal description.
3. Site plans and subdivision plats shall not be approved unless these site plans and plats include all of the property located within the development tracts or sub-tracts as shown on Attachment "D" conform to the district or sub-district master land use (Attachment "B" and "C", respectively) and established transportation and utility plans, and as listed below:

Sub-Tracts A-1 through A-7 Tract A	Medium Industrial
Sub-Tracts B-1 through B-6 Tract B	Light Industrial, Research/Office Park and High Density Residential
Sub-Tracts C-1 and C-2 Tract C	Low impact Office

<u>Sub-Tracts D-1 through D-4 Tract D</u>	High Density Residential
Tract E	Village Center
Tract F	High Density Residential
<u>Sub-Tracts H-1 through H-3 Tract H</u>	Medium Industrial
<u>Sub-Tracts J-1 through J-3 Tract J</u>	High Density Residential
<u>Sub-Tracts L-1 through L-3 Tract L</u>	Regional Commercial
<u>Sub-Tracts M-1 through M-7 Tract M</u>	Low Density Residential
Tract P	Medium Density Residential
Tract Q	Proposed School Campus Site
Tract W	Low Density Residential

C. Permitted Uses and Development Standards:

1. Tracts A and H (Medium Industrial)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the I-2 (Medium Industrial) district shall be permitted in Tracts A and H.

i. Add the following permitted uses:

Hotels and Motels

Flex Space buildings accommodating a mixture of office; research and development uses; convenience commercial; and light industrial uses.

ii. Delete the following permitted uses:

Agricultural Services

Mobile Home Sales, Rental and Service Agencies

Motor Vehicle Repair, Retail

Outdoor Storage of Boats, Motor Homes and Trailers,

Retail Service

Retail Building Materials Sales

Travel Agencies

Veterinary Clinics and Hospitals, Kennels and Animal Shelters

b. Development Standards:

Development in Tracts A and H shall adhere to the development standards for the I-2/Suburban Special Purpose (SSP) sub-district, except that development adjacent to Research Way shall be subject to the following:

Minimum setback: 0 ft.
Maximum setback: 25 ft.
Parking Location: Zone 2, 3 and 4

2. Tract B (Light Industrial, Research/Office Park and High Density Residential)
 - a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the I-1 (Light Industrial — Limited Commercial) district shall be permitted.
 - i. Add the following permitted uses:

Dormitories
Flex Space buildings accommodating a mixture of office; research and development uses; convenience commercial; and light industrial uses
Food Crops grown within an enclosed building
Multiple-Family Residential, all types
Research and Development Facilities of an industrial nature
 - ii. Delete the following permitted uses:

Agricultural Services
Building Material Sales
Food Stores
Funeral Homes and Crematoriums
Indoor Gun Clubs and Shooting Galleries
Industrial-type Service Establishments, Level I
Kennels
Laundry and Cleaning Establishments, Level II
Marine Uses
Mobile Home Sales, Rental and Service Agencies
Motor Vehicle Repair, Retail
Outdoor Storage of Boats, Motor Homes and Trailers, Retail Service
Pest Control Services, and Exterminators
Recycling Collection Centers
Restaurants, High Turn-Over
Single-Destination Commercial Services
Specialty Comparison Commercial Uses
Travel Agencies
 - b. Development Standards:
 - i. Non-residential development in Tract B shall adhere to development standards for the I-1/Suburban Special Purpose (SSP) sub-district, except that development adjacent to Research Way shall be subject to the following:

Minimum setback: 0 ft.
Maximum setback: 25 ft.
Parking Location: Zone 2, 3, and 4
 - ii. Residential development in Tract B shall adhere to development standards for MF-22/Suburban Neighborhood sub-district, except that student housing developments shall have a maximum height of 60 feet.

3. Tract C (Low Impact Office)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the 0-1 (Low Impact Office) district shall be permitted in Tract C.

Delete the following permitted uses:

Bed and Breakfasts
Funeral Homes and Crematoriums
Hotels and Motels
Veterinary Clinics and Hospitals
Single-Family, Detached

b. Development Standards:

- i. Non-residential development in Tract C shall adhere to development standards for the 0-1/Suburban Neighborhood (SNH) sub-district.
- ii. Residential development in Tract C shall adhere to development standards for the MF-22/Suburban Neighborhood (SNH) sub-district and the Single-Family Attached (SFA) Special Building Type Standards within the Land Development Code, except that SFA units shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.
- iii. Parking Location: Zone 2 and 3

4. Tracts D, F, and J (High Density Residential)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the MF-22 (Multi-Family) district shall be permitted in Tracts D, F, and J.

i. Add the following permitted uses:

Dormitories (Tracts D and F only)
Group homes, Level I, II and III
Single-Family, Detached (CT and ZLL Special Building Types only)

ii. Delete the following permitted uses:

Bed and Breakfasts
Convents and Monasteries

b. Development Standards: Development in Tracts D, F, and J shall adhere to development standards for the ME-22/Suburban Neighborhood (SNH) sub-district and the Cottage, Single Family Attached and Zero Lot Line Special Building Type Standards within the Land Development Code, except as follows:

- i. Cottage (CT) subdivision shall have a minimum lot area of 4,800 square feet and a minimum lot width of 40 feet.
- ii. Zero Lot Line (ZLL) subdivisions shall have a minimum lot area of 3,600 square feet.

- iii. Single Family Attached (SFA) subdivisions shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.
- iv. Student housing developments shall have a maximum height of 60 feet.

5. Tract P (Medium Density Residential)

- a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the MF-12 (Multi-Family) district shall be permitted in Tract P.
 - i. Add the following permitted uses:
 - Group Homes, Level I and II
 - Single Family, Detached (CT and ZLL Special Building Types only)
 - ii. Delete the following permitted uses:
 - Convents and Monasteries
- b. Development Standards: Development in Tract P shall adhere to development standards for the MF-12/Suburban Neighborhood (SNH) sub-district and the Cottage; Single Family Attached and Zero Lot Line Special Building Type Standards within the Land Development Code, except as follows:
 - i. Cottage (CT) subdivision shall have a minimum lot area of 4,800 square feet and a minimum lot width of 40 feet.
 - ii. Zero Lot Line (ZLL) subdivisions shall have a minimum lot area of 3,600 square feet.
 - iii. Single Family Attached (SFA) subdivisions shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.

6. Tracts M, Q, and W (Low Density Residential)

- a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the RA-4 (Single-Family) district shall be permitted in Tracts M, Q*, and W.
 - i. Add the following permitted uses*:
 - Single-Family Attached
 - Single-Family, Detached (CT and ZLL Special Building Types)
 - Neighborhood Convenience Centers
 - Schools, including elementary, intermediate and secondary schools offering courses in general education (Tract Q only)
 - Community Buildings
 - Recreation Facilities, indoor and outdoor
 - ii. Add the following accessory uses:
 - Accessory Dwelling Units in accordance with 4.3.2.1 and 4.3.2.2 of the Land Development Code

- * Uses within Tract Q shall be limited to Schools and Public and Quasi-Public Non-Commercial Principal Uses as listed above. Single-family uses within Tract Q shall require a Future Land Use Map amendment to allow such uses.
- b. Development Standards: Development in Tracts M, Q, and W shall adhere to development standards for the RA-4/Suburban Neighborhood sub-district, except as follows:
 - i. Cottage (CT) subdivision shall have a minimum lot area of 4,800 square feet and a minimum lot width of 40 feet.
 - ii. Zero Lot Line (ZLL). subdivisions shall have a minimum lot area of 3,600 square feet.
 - iii. Single Family Attached (SFA) subdivisions shall have a minimum lot area of 2,400 square feet and a minimum lot width of 20 feet.

7. Tract E (Village Center)

- a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the C-3 (Neighborhood Center Commercial) district shall be permitted in Tract E.
 - i. Add the following permitted uses:
 - Bars, Lounges and Related Entertainment Uses located within a building containing at least 50,000 sq.ft. occupied by hotel, theater, retail shopping, and/or office facilities
 - Catering Establishments
 - Colleges, Junior Colleges, Universities and Seminaries
 - Department Stores
 - Food Stores
 - Hotels
 - Motels
 - Office Support Retail Uses
 - Residential, one or more dwelling units located above the first floor of a building which contains another permitted use on the first floor
 - ii. Delete the following permitted uses:
 - Veterinary Clinics and hospitals
- b. Development Standards: Development in Tract E shall adhere to development standards for sub-district C-3/Suburban Center (SCT) sub-district, except as follows:
 - i. Maximum block face: 450 ft.
Maximum block perimeter: 1,800 ft.
 - ii. Maximum retail floor area: Retail uses shall be limited to a maximum of 40,000 sq. ft.

iii. Minimum lot coverage: 55%
Maximum lot coverage: 100%

iv. Maximum building height: 40 ft.

v. Parking Location: Zone 2 and 3

8. Tract L (Regional Commercial)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses in the C-5 (Regional Center Commercial) district shall be permitted in Tract L.

i. Add the following permitted uses:

Residential, one or more dwelling units located above the first floor of a building which contains another permitted use on the first floor

ii. Delete the following permitted uses:

Mobile Home Sales, Rental and Service Agencies Motor Vehicle and Boat Sales and Rentals

b. Development Standards: Development in Tract L shall adhere to development standards for the C-5/Suburban Center (SCT) sub-district.

9. Tracts G, N, S, and V (Limited Development)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses for property with a Recreation Future Land Use (FLU) designation in the LD district shall be permitted in Tracts G, N, S, and V.

Add the following permitted uses:

Outdoor public and private (resource based) recreational uses, necessary support facilities and limited road access

Public and private active and resource based parks and open space

b. Development Standards: Development in Tracts G, N, S, and V shall adhere to development standards for the LD/Preservation, Conservation and Recreation (PCR) subdistrict.

10. Tract U (Limited Development)

a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory, uses for property with a Recreation Future Land Use (FLU) designation in the LD district shall be permitted in Tract U.

Add the following permitted uses:

An 18-hole golf course and associated facilities

Public and private active and resource based parks and open space

- b. Development Standards: Development in Tract U shall adhere to development standards for the LD/Preservation, Conservation and Recreation (PCR) sub-district.

11. Tracts I, K, O, R, T, and X (LD Limited Development)

- a. Permitted Uses: Unless otherwise described in this section, uses permitted as principal uses and as accessory uses for property with a Conservation Future Land Use (FLU) designation in the LD district shall be permitted in Tracts I, K, O, R, T, and X.

Delete the following permitted uses:

Single-Family, Detached

- b. Development Standards: Development in Tracts I, K, O, R, T, and X shall adhere to development standards for the LD/Preservation, Conservation and Recreation (PCR) sub-district.

D. Signs:

Prior to the first site plan or subdivision plat approval, the developer shall submit a comprehensive sign plan in accordance with ~~Sub-Section 4.9.4.6 of~~ the Land Development Code.

E. Outdoor Lighting:

Lighting shall conform with Article 4 (General Site Development Standards) of the Land Development Code except that the use of shoebox and cobra head light fixtures shall be prohibited.

F. G. Natural Resources/Water Conservation:

~~Prior to development of the golf course located within Tract U, the developer shall submit an integrated Fertilizer/Pesticide/Herbicide Management Plan in accordance with the Amended and Restated Development Order for the Williams DRI.~~

- 1. The Developer will coordinate with the City of Lakeland and the Southwest Water Management District (SWFWMD) to ensure water conservation as required by the City and SWFWMD.
- 2. Prior to commencement of any site clearing activity, the developer shall provide the City with the National Pollutant Discharge Elimination System (NPDES) Notice of Intent (NOI) form for the applicable development site. The developer shall submit the NOI to the Florida Department of Environmental Protection (FDEP) prior to the commencement of development.
- 4. For the purpose of potable water conservation, installation of high-efficiency (low volume) plumbing fixtures, appliances, and other water-conserving devices is required. Since 1994, the Standard Plumbing Codes (Southern Building Codes) have required efficient plumbing fixtures.
- 5. In order to facilitate concurrency, City assurance of adequate potable and non-potable water supply capacity must be provided prior to development of Phases II and III

respectively. Updated water demand estimates shall be provided as needed and reviewed by the Water Utilities Department.

6. For the purpose of potable and/or reclaimed water conservation, use of "Florida Friendly" principles is required in all landscaped areas. Ecologically viable portions of existing native vegetation shall be incorporated into the landscape design to the greatest extent practicable and shall not be irrigated.
7. When available, the developer shall use reclaimed water or another alternative source (other than the Floridan aquifer) for irrigation of open space, golf course, and common areas. "Florida-friendly" landscaping principles will be incorporated into the golf course design, which will include ecologically viable portions of the site's existing native vegetation. Areas of natural vegetation shall not be irrigated.

G. H.—Conformity with Land Development Code:

Development shall comply with all applicable standards of the Land Development Code (LDC) unless otherwise provided for by this PUD. If any provision of this PUD is found to be in conflict with the LDC, the more restrictive shall prevail.

H. I.—Transportation:

1. The developer or its successors shall comply with all off-site mitigation and on-site transportation facility requirements as contained within the Amended and Restated Development Order for the Williams DR1. Approval: Equivalency Matrix (Attachment G). The Williams PUD transportation impacts shall be monitored and mitigated based upon the Williams PUD Development Program and Phasing Table set forth in Attachment "E" attached to and incorporated in this PUD approval. The trip generation volumes projected to occur from development from the Williams PUD are depicted in the Williams PUD Trip Generation Table attached to and incorporated in this PUD approval as Attachment "F." Specific approval is granted Phase 1 and a portion of Phase 2 of the Williams PUD. The developer may proceed with developing land uses within any phase of the PUD so long as the development does not exceed the approved trips for that phase. Approval of subsequent phases shall be subject to additional transportation concurrency analyses and the conditions in this PUD approval. Transportation facilities, payment of impact fees, and granting of credits (if any) shall be implemented in accordance with the City's Impact Fee Ordinances and Concurrency Management Ordinance, which shall govern all transactions at the time of an application for impact fee credits. Impact fee credits requested for County fees collected within the City's jurisdiction are subject to approval by the appropriate entity. The developer may change the mix/ratio of land so long as the changes result in an equivalent number of trips and traffic analysis approved with these PUD approval conditions. An equivalency matrix will be utilized to evaluate changes to the land use mix based on daily trips and is depicted in Attachment "G" attached to and incorporated in this PUD approval.
2. The developer shall work with the City to establish a concurrency tracking database that is updated with each commercial site plan or residential subdivision plat approval in the development. The information that is entered into this database shall be derived from the required Concurrency Application form that is included with each site plan or residential plat/construction plan submittal package. Phase I and II(a) Concurrency. Based on the completed traffic analysis for the proposed development, Phase I shall receive Concurrency Certificates for transportation. Phase II(a) shall consist of a mix of land uses specified as up to 48% percent of each land use type in Phase II per the Phasing Table in Attachment "E" hereof, but allowing for 100% of the golf course and the school, such that the calculated external traffic

of Phase II(a) does not exceed 48% of the calculated external traffic of Phase II. Development within Phase I shall be completed prior to the commencement of Phase II(a) for cumulative concurrency to be extended and provided that the first biennial traffic monitoring report for Phase II(a) indicates available capacity of SR 33 (from Old Combee Road at Deeson Point Boulevard to I-4 at Exit 38) to accommodate the additional development increment. Phase II(a) shall receive Concurrency Certificates for transportation until Phase II(a) is completed. However, a full intersection analysis of the SR 33 and Interstate-4 intersection shall be performed according to the agreed upon methodology prior to the submittal of a subdivision or site plan approval for Phase II(a). For all Phases beyond Phase II(a), a new traffic study and concurrency application will be required consistent with the City of Lakeland Concurrency Management Ordinance.

3. Each of the streets illustrated in Attachment "E" shall include the appropriate multi-modal cross-section as defined in the Land Development Code. Each site or subdivision plan that is submitted shall include an integrated network of bicycle and pedestrian facilities that provide direct Americans with Disabilities Act (ADA) compliant connections to the streets depicted in Attachment "E" Concurrency Beyond Phase II(a). If levels of service decrease below acceptable standards (as established in the City of Lakeland Comprehensive Plan) on significantly impacted roadways (Williams PUD traffic 5% or greater) identified in Condition I.4 below, then all development must cease provided that all development activity for which the City has approved a site plan shall be allowed one year in which to receive a building permit. Once said permit is issued, the permitted development may continue until completion, including the certificates of occupancy. In the event that it is determined that development activity shall cease pursuant to the provisions of this paragraph, no approved site plan or building permit may be renewed or extended beyond its original term. If development is required to stop as aforesaid, no development permit shall be issued until transportation improvements necessary to return the roadways to acceptable levels of service are under construction or scheduled for commencement of construction in the third year or earlier of the applicable FDOT five (5) year work program or the adopted City or County five (5) year Capital Improvement Element of the Comprehensive Plan. Transportation improvements necessary to return the roadways to acceptable levels of service shall be determined by a transportation analysis, using a methodology acceptable to the City, to be performed at the developer's expense. Acceptable levels of service shall be that level of service set forth in the City of Lakeland Comprehensive Plan and the Florida Transportation Plan. Nothing in this condition shall be interpreted to require cessation of any Williams PUD construction if the roadway improvements needed to accommodate the impacts created by this development on significantly impacted roadways have been accomplished.
4. Interconnectivity between individual development sites shall be required through the establishment of street grid networks as required by the Land Development Code and/or formalized by the execution of cross-access agreements that are executed by adjacent property owners and recorded with the Polk County Clerk of Courts. Traffic Concurrency Tracking and Traffic Monitoring. The Developer shall prepare and submit to the City each January 1st, transportation concurrency information for the project including a.) the cumulative number of units or area of non-residential uses that have been approved, Building Permits issued, and Certificates of Occupancy issued and b.) the number of remaining vested trips on the impacted roadway network.

When Certificates of Occupancy have been granted for uses representing 75% of the estimated trip generation for Phase I, the Developer shall collect counts along the State Road 33 corridor on a biennial basis, unless or until the construction phases of the planned State Road 33 capacity improvements between Old Combee Road and Tomkow Road, including the reconstruction of the interchange at Exit 38, have been

programmed in the first three years of the FDOT Work Program. The traffic data collection and analysis shall be performed at the Developer's expense and shall include detailed assumptions as to capacity standards, level of service standards, the amount of vested trips approved and utilizing the State Road 33 corridor as documented in the Transportation Concurrency Tracking Report, and the availability of transit services south of University Boulevard. This State Road 33 Traffic Monitoring Report shall determine deficiencies and acceptable levels of service and shall form the basis for determining interim operational improvements needed to accommodate the impacts created by the Williams PUD consistent with proportionate fair share.

When a driveway connection is made to Mt. Olive Road, the traffic count program shall be extended to include the State Road 33/Mt. Olive Road and State Road 33/Old Polk City Road unsignalized intersections. When warranted and based upon the level-of-service, the Developer shall provide its fair share for the costs of signalization improvements, including any surface improvements needed to yield safe and efficient signalized intersection operation, as determined by the City, FDOT and Polk County. Intersection signalization projects shall include traffic cameras and other necessary hardware and software to incorporate into the regional intelligent transportation system architecture used to assist in traffic operations and management of the roadway network.

5. Transportation Improvements Funding. The developer or its successors shall, in coordination with the City, utilize transportation impact fee credits or other available private or public funding and construction mechanisms which generate sufficient funds to mitigate the Williams PUD's transportation impacts on each significantly impacted State, county and/or city roadway, as found on the City's concurrency roadway network database. These mechanisms shall be used to reasonably ensure that all necessary public transportation facilities shall be constructed and made available when needed to accommodate the impacts of the proposed development consistent with the provisions of Florida Statutes, Chapter 163. The minimum transportation impact funding and construction mechanism shall be the City's currently adopted impact fee program (City of Lakeland Transportation Impact Fee Ordinance, Ordinance No. 5535, as amended). The developer shall also have the following options should monitoring indicate a need for additional funding mechanisms to construct transportation improvements to mitigate Williams PUD impacts:

(a) The developer and the City have discussed the utilization of a Community Development District (CDD) (Chapter 190, Florida Statutes), mechanism to generate internal improvement funds for road and other improvements.

(b) Credit will be granted against construction and right-of-way costs in accordance with the City of Lakeland Transportation Impact Fee Ordinance No. 5535, as amended. Except for the East-West Road (including University Boulevard and Research Way) and the Polk Parkway / Pace Road interchange, the developer may advance any road improvement by either constructing such project, or advancing necessary funds and right-of-way to any of the applicable governmental agencies responsible for implementing the roadway improvement. In either case, these activities may be eligible for impact fee credits as per the City's adopted Impact Fee Ordinance.

(c) The developer may choose to participate in the City's adopted proportionate fair share program where there is an applicable facility level of service failure and where adequate funding is available in the City's adopted Capital Improvement Plan as per the City proportionate fair share provisions.

6. Required Dedication of Rights-of-Way and Easements. All necessary road rights-of-way; future transit corridors that accommodate potential bus lanes, Bus Rapid Transit (BRT) service and/or light rail; multi-use trails, drainage and utility easements shall be dedicated to the City upon approval of the project's applicable final site plan or subdivision plans and plats associated with the improvements. Any necessary utility easements for use by FPU for its adjoining campus properties shall also be dedicated by Williams to the City to facilitate utility service from the City of Lakeland, subject to, conditioned upon, and provided that FPU is cooperating and contributing its fair share to any related improvements or land needs. Williams shall also cooperate with the City of Lakeland in the location of an easement from the Tenoroc Mine Road area near the southeast corner of the Property upon receipt of written notice from the City that it will extend water lines and service in that area. Required multi-use trail easements shall have a width of no less than 20 feet. Drainage easements that may be required to be dedicated to the City at the time specified above, shall be dedicated to the City only as per the overall, approved stormwater management and maintenance plans. Impact Fee Credits for such dedications shall be provided to the full extent authorized by the City under relevant City ordinances.
7. Construction of roadways as depicted on Attachment "D", Roadway Typology and Classification. The developer shall submit alignments, typical sections and other design features as well as adequate soils borings and analyses for all proposed roadways and right-of-way dedications to the City Engineering Division for its approval prior to roadway construction. Roadway D within the PUD boundaries shall extend Mt. Olive Road to serve that portion of the PUD lying east of the Polk Parkway. The developer or their successor(s) shall cooperate with other controlling interests to allow Mt. Olive Road to extend to Pace Road when feasible. The developer shall also work with the City, local transit provider and adjacent developments to provide for transit service on SR 33 in the event that University Boulevard contributes to the degradation of the highway level-of-service on SR 33 between Interstate-4 (Exit 38) and Socrum Loop Road.
8. Traffic Studies. The developer will provide a current traffic analysis prior to commencement of Phases II(b) and III to verify conditions at the end of development constructed through Phase II(a) and II(b), respectively and to verify or re-determine the needed transportation improvements to accommodate development in the later phases. The analysis will be conducted and performed in a manner consistent with a methodology to be approved by the City.
9. Connection to Trail. The developer shall continue to cooperate with the City and other appropriate parties to construct a 12-foot wide multi-use trail connection through the development to the planned Tenoroc Trail. This trail system could be incorporated into the design and construction of residential or commercial subdivisions, with documentation that the discrete trail segments will ultimately connect with each other to fulfill this condition. This condition shall include the requirement for identified trail easements to be dedicated to the City and/or appropriate public entity by or before the commencement of Phase II. Lands subject to this condition include those within the project as well as, where practical, the intervening lands located between SR 33 and the western boundary of the PUD which are entirely owned by the developer. This condition shall run with any sale of any part of those intervening lands as a covenant or similar legal restriction (non-PUD lands issues may also be the subject of a separate City ordinance). All City trail easements will be required to be at least 20 feet wide. The multi-use trail and easements shall be configured to accommodate direct connections to specific points within the PUD, including the Town Center at a point immediately adjacent to the University campus, the future transit transfer station, the eastern boundary of the PUD adjacent to Pace Road and the southern boundary of the PUD to accommodate access to the Tenoroc Fish Management Area and Braddock Road crossing of the Polk Parkway. Development

activity within the PUD shall complement the multi-use trails constructed in conjunction with the University Boulevard and Research Way projects. As such, the PUD zoning district for the PUD shall require design features that minimize driveway and street crossings of these regional trail facilities and to maximize trail functionality through compatible features of adjacent development, including convenient and attractive pedestrian access circulation, street lighting, shade treatments and bicycle parking.

10. Transit. The developer was required to and did in 2008 voluntarily petition the Lakeland Area Mass Transit District (LAMTD) to allow for the potential of future bus service to the PUD. The PUD shall be eligible for future transit / bus service when such is financially feasible for the LAMTD or the Polk County regional transit authority, whichever applies. The developer shall, in coordination with the transit provider and with timely input from FPU, locate a transit transfer station to serve the following:

- regional retail center at the Polk Parkway interchange area,
- university student center and
- associated multi-family housing village complex,
- business/research employment center uses in the PUD,
- potential regional/inter-city express transit service on I-4, and
- any future fixed-route transit service serving the PUD/FPU

This transfer station shall be constructed when needed, and when the station site location and a financial sharing plan is agreed to by the developer, LAMTD or its successor, and the City, and shall be in addition to provision of transit shelters throughout the project. Location of said transfer station or any park and ride facilities shall be determined in conjunction with the transit provider(s), the City and the Polk TPO's MyRide-Park and Ride Facility Study as completed in May 2012, with comment from FPU which desires adjacency or close proximity to its campus.

Prior to each site plan or subdivision approval for development sites located adjacent to University Boulevard, Research Way, and other collectors identified in Attachment "D," the City of Lakeland shall determine what, if any, transit stop facilities will be required to support the development. Such required facilities, including deployment pads, bench pads and transit shelters shall be placed within public right-of-way or an easement and comply with all applicable Americans with Disabilities Act and City design standards. The Developer or its successors shall also work with the City, local transit provider and adjacent developments to provide for transit service on SR 33 in the event that University Boulevard contributes to the degradation of the highway level-of-service on SR 33 between Interstate 4 (Exit 38) and Socrum Loop Road.

11. Commuter Assistance Program. During Phase I, the developer or its successor shall work with the LAMTD/transit provider to establish a commuter assistance program by participating in a funding program for adequate transit service that would be in place by August 2021 or prior to the first Certificate of Occupancy for the PUD, whichever occurs last. Fair and equitable funding mechanisms that shall be explored for this enhanced transit service include any student activity fees that may be established by the University, the use of parking fines within the PUD and/or the FPU Campus, and/or other non-traditional funding sources which would not replicate the property tax assessed by the transit district, including use of CDD assessments. This commuter assistance program shall also include provisions for maximum automobile parking standards to encourage use of transit, car-pooling and non-motorized modes of travel, as well as provisions for the inclusion of shower/changing room facilities for major office employment centers within the PUD.

12. Access to Tenoroc Mine Road. The developer agrees to work with City to provide (a) a stub out and gate for an emergency only access point to be located at the southern boundary of the Property onto Tenoroc Mine Road, and (b) a stub out at the southeast corner of the Property for a potential future connection oriented to Braddock Road for local/neighborhood traffic as generally illustrated on amended Attachment "D" attached to and incorporated in this PUD approval with any extension from the stub out to be built by others.
13. Interconnectivity. Interconnectivity between individual development sites shall be required through the establishment of street grid networks as required by the Land Development Code and/or formalized by the execution of cross-access agreements that are executed by adjacent property owners and recorded with the Polk County Clerk of Courts. In the event that cul-de-sacs, looped streets or other street layouts are proposed that do not provide connectivity to adjacent neighborhoods due to environmental constraints, sidewalks shall be proposed to make those external connections, located within minimum 10-foot wide tracts that are owned and maintained by a Home Owners Association or Community Development District.
14. Prior to the first site or subdivision plan approval in each development tract, the developer or its successors shall provide a layout plan for the tract that demonstrates compliance with the multi-use trail requirements contained in the Amended and Restated Development Order for the Williams PUD, including identification of trail segments that will be incorporated into subsequent site or subdivision plans to be reviewed and approved by City staff.
15. Site and subdivision plans that are submitted for locations adjacent to the University Boulevard and Research Way multi-use-trails shall include:
 - a. Direct, dedicated sidewalk or trail connections that separate pedestrian/bicycle movements from vehicular use areas. Where crossings of vehicular travel aisles are necessary for overall site circulation, enhanced crosswalks shall be defined through such measures as high-visibility pavement markings or alternative pavement designs and shall include design features that slow vehicular traffic at the crosswalk locations. Sidewalk and trail connections shall not be routed past solid waste collection bins, loading docks or other service areas within a given development site.
 - b. Bicycle parking that is designed and installed in compliance with the Land Development Code and City Engineering Standards Manual, located adjacent to each principal building entrance and is easily accessible to each trail.
 - c. Enhanced landscaping along each development site's trail frontage that includes the large maturing Class A street trees or other acceptable treatment as determined by the City Parks and Recreation, Community and Economic Development and Public Works Departments.

I. J. —Organizational Structure

To ensure that facilities required by the preceding standards are adequately funded for construction and long-term maintenance, there shall be a Master Property Owners Association for the Williams Property to provide for and maintain infrastructure that is common throughout the project or serves the entire project and neighborhood or sub-area Property Owner Associations to provide for and maintain infrastructure within individual development tracts. At the option of the Williams Acquisition Holding Company Incorporated, a Community Development District (CDD) may also be utilized.

1. Overall Organizational Structure: All proposed development must participate in the Mandatory Master Property Owner's Association or CDD or both throughout the project or serves the entire project.

Public Realm facilities, including, without limitation, roadways, pathways, street trees, street lighting, utilities, parks and open space, and public safety improvements that are within the project and benefit the project landowners may be owned and operated by the Association and/or the CDD and shall be the responsibility of all landowners within the project boundaries as provided in the Association and CDD establishment documents.

Mandatory Master Property Owners Association: Documents establishing the Association's responsibilities and fees, and participation in the Association must be recorded with the Polk County Clerk at the time of recording the first plat. Additionally, the Master Property Owners Association must meet the following requirements:

- a. Require mandatory membership for each Property Owner.
- b. Provide for the ownership, development, management, and maintenance of private open space (except owned by individual property owners), community parks, community parking facilities, community meeting halls, stormwater drainage systems, common lighting fixture and other common access or infrastructure.
- c. Provide for maintenance of landscaping and trees within the arterial and collector road streetscapes.
- d. Require the collection of assessments from members in an amount sufficient to pay for its function.
- e. Require that the Property Owner's Association obtain the approval of the City, regarding the disposition and management of space and facilities under common ownership, before it may be dissolved.

2. Neighborhood, Village Center, Commercial Area, or Business/Industrial Park Associations: All Owners of property subject to proposed development shall participate in a neighborhood or other sub-area Property Owner's Association for the respective development tract. Documents establishing the Association responsibilities, fees, conditions, covenants, and restrictions, must be recorded with the City of Lakeland at the time of recording the plat of any part of a neighborhood or other sub-area. The Neighborhood, Village Center, Commercial Area, or Business/Industrial Park. Property Owner's Association must meet the following requirements:
 - a. Require mandatory membership for each Property Owner.
 - b. Provide for the ownership, development, management, and maintenance of neighborhood or commercial area facilities including private open space (except owned by individual Property Owners), Neighborhood Center or Village Center parks, Neighborhood or Village Center parking facilities, neighborhood meeting halls, stormwater drainage systems, and other neighborhood common access or infrastructure.
 - c. Provide for maintenance of pedestrian lighting, landscaping and street trees within the neighborhood circulator, neighborhood local, medium industrial and village commercial streetscapes.
 - d. Require the collection of assessments from members in an amount sufficient to pay for its function.

- e. Be effective for not less than fifty-years.
- f. Require that the Property Owner's Association obtain the approval of the City, regarding the disposition and management of space and facilities under common ownership, before it may be dissolved.

3. Development Approval: Final Subdivisions Plats and site plans shall not be approved until the following occurs:

- a. The Master Property Owners Association and pertinent neighborhood or sub area Property Owners Associations are established and,
- b. The City is assured that the public realm infrastructure improvements that are required by the standards described herein shall be appropriately dedicated or conveyed, installed or constructed and maintained. The Developer of each subdivision or site plan shall construct the required facilities. Facilities not dedicated to the City shall be conveyed to the Property Owners Association(s) for ownership and maintenance.

J. Archaeological/Historical Resources: Mitigation of impacts to significant archaeological sites shall be accomplished through excavation and recovery of its data contents prior to site alteration activities. Copies of the resultant site excavation report shall be submitted to the City and the Florida Division of Historical Resources for review.

K. Natural Resources and Public Facilities:

1. Air Quality. Minimum transportation level of service standards shall be maintained throughout the life of the Williams PUD on significantly impacted roadways to minimize automobile pollution. An air quality screening will be provided by the Developer subsequent to any traffic analysis provided for Phases II and III.
2. Water/Wastewater. Wastewater, any feasible reuse and potable water service shall be provided by the City, subject to concurrency and other conditions herein. Other possible providers of reuse water (i.e., treated effluent) for the project, such as from the City of Auburndale, shall notify the City Water Utilities Department of any proposed agreement to provide such service to the project and generally describe the scope and parameters of said services; City Water Utilities retains the right to review and approve this proposal. The developer shall, in a timely manner, provide to the City of Lakeland adequate easements of land for utility lines and associated facilities as required to provide any and all of these services for the Williams PUD project and as required to serve the adjacent FPU Campus with these same services; this shall include easements for any potable water inter-tie with the City of Auburndale and for a longer term secondary loop water line as required by the City and State of Florida for residential development beyond a given threshold. Provision of any easement and funding of the longer term secondary loop line shall be subject to, conditioned upon, and provided that a fair share cost agreement and fair participation by all benefitted parties, including but not limited to FPU.
3. Schools. Lands shown on Attachment "B" reflect 45 acres dedicated for institutional uses including any applicable public safety facilities, and specifically for a future public school site, if warranted and acceptable to the Polk County School Board. If the development of the Williams PUD creates the need for a public school within the Williams PUD, this school site dedication, if accepted by the school board, would constitute the developer's mitigation of said need, provided all roadway access and necessary water and wastewater utilities are also furnished by the developer. Impact Fee Credits for such dedication (i.e., donation) shall

be provided to the full extent authorized by the applicable County ordinance. Due to the developer's early agreement to dedicate the above school sites, their early agreement to pay school impact fees prior to such becoming a requirement, and their project's substantial (5 yr) delay in negotiating a donation agreement with the University to effectuate a new local campus, the City agrees that the developer shall not be responsible for school capacity improvements for the residential units authorized by the adopted PUD approval based upon any later adopted ordinance or policy so long as the developer is in compliance with the provisions of this PUD approval and that the City agrees that the developer is vested for school concurrency for the residential land development program authorized by this PUD approval.

4. Fire Protection. Fire protection services shall be provided by the City. Due to the distance and associated response time from the nearest City fire station, the developer shall work with the City's fire department to explore all feasible options to minimize response times to the project site, including any possible on-site facilities. This shall be discussed and evaluated in the first annual report after the first certificate of occupancy in Phase I and thereafter until a facility is located or if it remains a city concern.
5. Parks and Recreation. Public Parks and Recreation services shall be provided by the City, in addition to any on-site recreational trails/open spaces provided as part of the Master Plan or required as per the City's Comprehensive Plan. The developer or a designated property owners association, Community Development District or similar shall identify within the designated Recreation land use area a park site and develop and maintain at least a neighborhood level park and playground site within the larger open space Recreational area; the privately maintained neighborhood park shall be co-located and accessible to the adjoining 45-acre designated Institutional tract and have pedestrian/bicycle access to the surrounding residential uses. Park land donation and related park improvements shall be eligible for recreation impact fee credits as per the City's governing fee ordinance. All City of Lakeland parks and recreation level of service standards shall be maintained.
6. Surface Water, Drainage, Stormwater, and Floodplains. Master drainage and stormwater management plans shall be provided by the developer prior to development activity in accordance with the Land Development Code and applicable state requirements, including developer's existing conceptual MSSW permit. The developer shall comply with the City's floodplain management ordinance and the Land Development Code.
7. Community Development Districts. The developer may utilize community development districts and/or a property owners' association coupled with municipal services taxing unit (MSTU) to maintain the system. Water management plans, construction plans, and FEMA approvals shall be obtained prior to construction on any mined or reclaimed lands.
8. Construction in Mined or Reclaimed Areas. Prior to approving development/construction activities in mined or reclaimed areas on the site, the flood potential and flood prone areas of the site must be determined and submitted to FEMA for review and approval. The flood study will include the determination of the base of the floor/foundation elevation for roadways and structures to be constructed on site and shall be submitted to the City along with FEMA's approval of a Letter of Map Revision, prior to or in conjunction with any submittal for approval of final development plans by the City.
9. Wildlife and Listed Species. Impacts to any listed species identified in the faunal surveys will be avoided if practicable and in a way which complies with federal and state laws for species protection. The developer shall work cooperatively FDOT, the City and other with

groups pursuing a wildlife corridor/hydrological corridor to connect lands and water flows between the Green Swamp/areas north of Interstate 4 and lands south of the Interstate as first identified by FDOT in 1998 and incorporated into the Polk Transportation Planning Organization's long-range transportation plan. This effort may include granting easements for the corridor on the PUD or adjacent non-PUD lands owned by the developer, or its successors, to be negotiated by the developer and the applicable groups or agencies pursuing such a corridor. Attachment H depicts the corridor that will be the subject of this condition and negotiations. The location of a wildlife corridor has not been determined by FDOT but could be located along the southern boundary of Interstate 4. A final location for the wildlife corridor, whether located on the PUD or adjacent non-PUD lands, will be subject to further negotiations and funding from FDOT or other sources. The following additional conditions shall apply:

- (a) The developer shall develop a management plan for any active bald eagle nest located within 660 feet of development areas prior to development of this area. The plan shall be consistent with "Habitat Management Guidelines for the Bald Eagle in the Southeast Region" (U.S. Fish and Wildlife Service, 3rd Revision Jan. 1987) and any subsequent revisions thereof.
- (b) The pine flatwoods, mixed hardwood conifer community and live oak hammock surrounding wetlands F3 and F4 shall be designated as open space as generally depicted on Map A. Use of upland within the designated open space may include passive recreation, provided habitat alterations are minimal, and uses and management are consistent with habitat requirements of the eastern indigo snake and Sherman's fox squirrel. Provisions of this Condition relative to habitat alteration and management shall become void should indigo snake and Sherman's fox squirrel no longer inhabit or frequent the area.
- (c) For the protection of on-site Gopher Tortoise, the developer shall follow, "Regulations and Enforcement of 'Taking' of Gopher Tortoise by Development Activities Under the Rules of the Florida Game and Freshwater Fish Commission" (Bradley J. Hartman, June 1992) and any subsequent revisions thereof. New rules governing mitigation or relocation for this species under its "threatened" status shall be complied with as per the Florida Fish and Wildlife Conservation Commission, formerly known as the FG&FWC.
- (d) Burrows of the Burrowing Owl (Speotyto cunicularia) were found in improved pasture in the northeast portion of the site. For any burrows within a development parcel, the developer shall follow "Burrowing Owl Nest Protection Guidelines and Procedures" (Revised May 16, 1990) by the Florida Game and Freshwater Fish Commission (now Florida Fish and Wildlife Conservation Commission) and any subsequent revision thereof.
- (e) Except as otherwise allowable by this development order, site development related activities shall not result in the harming, pursuit or harassment of wildlife species classified as endangered, threatened or a species of special concern by either the state or federal government or in contravention of applicable state or federal laws. Should such species be determined to be residing on, or be otherwise significantly dependent upon the project site, the developer shall cease all activities which might negatively affect that individual or population and immediately notify both the Florida Fish and Wildlife Conservation Commission and the United States Fish and Wildlife Service. Proper protection and habitat management, to the satisfaction of both agencies, shall be provided by the developer. "Harming" and "harassment" as used in this recommendation

shall be defined in the same manner as "harm" and "harass" respectively are defined in 50 CFR Section 17.3. Pursuant to historical City, County and Regional efforts to establish a continuous conservation and wildlife habitat corridor from the Saddle Creek/Lake Hancock basin area north to the Green Swamp, the developer will work with appropriate agencies to identify and preserve lands that would provide a continuation of the City's proposed Greenbelt (illustrated in the City's Comprehensive Plan, Conservation Element) within the appropriate portion of the PUD lands and/or the adjacent non-PUD lands that are already designated as conservation.

10. Soils:

- (a) Prior to the commencement of site-specific construction activities in the mining and reclaimed areas the developer must provide detailed soils analysis and foundation recommendations for each construction site for review to the City of Lakeland. In the areas with high water table elevations (within 2 foot of the land surface) additional foundation/soils investigations are requested for each construction site.
- (b) If any soil reshaping occurs on site the developer will update the soil radiation survey and ensure that there is adequate soil cover over any soils deemed to have excessive radioactive levels and/or design the building foundation with adequate radon mitigation construction techniques to provide protection of the occupants of any on site structure.
- (c) Special construction techniques to address radon concerns have been approved by the Florida Department of Health (DOH) and include the following items: ventilated crawl space, post-tension slab and improved monolithic slab.
- (d) In addition to any required applicable Florida DOH review and comment, implementation of the following additional safeguards in controlling radon levels will include: deed restrictions relating to construction techniques and review by City of Lakeland Planning and Building officials to ensure compliance with these conditions.

ATTACHMENT "A"
Legal Description:

LANDS OF WILLIAMS ACQUISITION HOLDING COMPANY, INC., MAKING UP THE AREA OF SADDLE CREEK DRI

The lands lie within Polk County, Florida, and include all or part of the sections identified below: IN TOWNSHIP 27 SOUTH, RANGE 24 EAST, POLK COUNTY, FLORIDA:

Section 12: All the part of Section 12 lying south of the right-of-way for Interstate Highway 4; LESS a strip of lands abutting said highway as conveyed by Agrico Chemical Company to the City of Orlando and the Orlando Utilities Commission under deed dated June 22, 1981, filed December 16, 1981, recorded in Official Records Book 2057, Page 646, Polk County, Florida; AND LESS Order of Taking Parcel 116CEast described as follows: Commence at the e southwest corner of the southeast quarter of said Section 12; thence along the west line of said southeast quarter, North 00°28'17" West a distance of 2375.66 feet to the survey base line of State Road 400 (Interstate 4); thence along said survey base line, North .72°47'55" East a distance of 616.08; thence South 17°12'05" East a distance of 295.00 feet for a POINT OF BEGINNING; thence North 72°47'55" East a distance of 423.34 feet; thence South 28°14'57" East a distance of 51.81 feet; thence South 52°18'40" West a distance of 96.53 feet; thence South 32°42'38" West a distance of 169.33 feet; thence South 00°07'38" West a distance of 1323.78 feet; thence North 55°58'31" West a distance of 193.42 feet; thence South 75°42'29" West a distance of 68.70 feet; thence North 13°54'06" West a distance of 52.50 feet; thence North 75°42'29" East a distance of 79.53 feet; thence North 02°15'46" West a distance of 434.08 feet; thence North 19°05'01" West a distance of 75.38 feet; thence North 08°07'40" West a distance of 255.23 feet; thence North 01°56'14" West a distance of 526.53 feet to the POINT OF BEGINNING. AND LESS Order of Taking Parcel 116CWest described as follows: Commence at the southwest corner of said Section 12; thence North 00°23'26" West along the west line of said section a distance of 1241.14 feet to the south line of the lands described in a warranty deed to the City of Orlando, and the Orlando Utilities Commission recorded December 16, 1981, in Official Records Book 2057, Page 646 of the public records of Polk County, Florida; thence North 72°47'55" East along said south line a distance of 3300.73 feet; thence South 01°53'18" East a distance of 47.67 feet to the POINT OF BEGINNING; thence South 01°53'18" East a distance of 546.91 feet; thence South 88°06'42" West a distance of 464.32 feet; thence North 01°53'18" West a distance of 120.03 feet; thence North 88°06'42" East a distance of 227.57 feet; thence North 01°53'18" West a distance of 161.10 feet; thence North 88°06'42" East a distance of 66.59 feet; thence North 20°09'07" East a distance of 94.59 feet; thence North 05°21'37" West a distance of 81.37 feet; thence North 46°54'07" East a distance of 85.85 feet; thence North 01°53'18" West a distance of 19.78 feet; thence North 72°47'55" East a distance of 77.76 feet to the POINT OF BEGINNING.

ATTACHMENT "A"
Legal Description (cont):

Section 13: All of Section 13 LESS the following: Commence at the southwest corner of said Section 13; thence run N 00°22'20" W, along the west line of said Section 13, a distance of 250.00 feet for the POINT OF BEGINNING; thence continue N 00°22'20" W, a distance of 3427.00 feet; thence run N 89°37'40" E, a distance of 4580.00 feet; thence run S 00°22'20" E, a distance of 3427.00 feet; thence run S 89°37'40" W, a distance of 4580.00 feet to the POINT OF BEGINNING;

Section 14: The East 780 feet of the Northeast 1/4 of the Northeast 1/4 of Section 14.

Section 24: The part of Section 24 consisting of the Northeast 1/4; TOGETHER WITH North 268 feet AND the East 315 feet (Less the North 268 feet) of the Northwest 1/4; TOGETHER WITH the East 315 feet of the North 1565 feet of the Southwest 1/4; TOGETHER WITH the North 1565 feet AND the East 496 feet (Less the North 1565 feet) of the Southeast 1/4.

Section 25: The part of Section 25 consisting of the East 496 feet of the North 1/2 of the Northeast 1/4.

IN TOWNSHIP 27 SOUTH, RANGE 25 EAST, POLK COUNTY, FLORIDA:

Sections 7 and 18: The part of the South 3/4 of Section 7 lying south of the right-of-way for Interstate Highway 4; LESS a strip of land abutting said highway as conveyed by Agrico Chemical Company to the City of Orlando and the Orlando Utilities Commission under deed dated June 22, 1981, filed December 16, 1981, recorded in Official Records Book 2057, page 646, Polk County, Florida; AND LESS the part taken by the State for Polk Parkway by Court Order No. 97-1596 dated August 13, 1997; AND LESS: Commence at the Southeast corner of the Northeast 1/4 of said Section 7; thence along the East line of the Northeast 1/4 of said Section 7, N 00°02'59" W for 1,326.42 feet to the Northeast corner of the Southeast 1/4 of the Northeast 1/4 of said Section 7; thence along the North line of the Southeast 1/4 of the Northeast 1/4 and the North line of the Southwest 1/4 of the Northeast 1/4 of said Section 7, N 89°49'03" W for 1,909.81 feet to a point on the existing Easterly Limited Access right of way line of State Road 570 per Florida Department of Transportation Section 97160-2312, said point being the beginning of a curve concave Southeasterly; thence Southerly along the arc of said curve, having a radius of 821.47 feet, and a chord bearing and distance of S 30°22'28" W for 167.76 feet, through a central angle of 11°43'16", for 168.05 feet to the end of said curve and to a point of intersection with the South line of a 145.00 foot wide electric utility easement recorded in Official Records Book 1967, Page 560 of the Public Records of Polk County, Florida, said point being the POINT OF BEGINNING; thence along the last described South line, S 89°49'03" E for 304.60 feet; thence S 00°01'53" W for 156.58 feet; thence S 45°23'58" W for 370.63 feet; thence N 89°59'54" W for 102.94 feet; to a point on the aforementioned existing Easterly Limited Access right of way line of State Road 570; thence along said existing Easterly right of way line for the following two (2) courses: (1) N 12°24'59" W for 52.67 feet to the beginning of a curve concave Easterly; (2) Northerly along the arc of said curve, having a radius of 821.47 feet, and a chord bearing and distance of N 11°22'02" E for 373.68 feet, through a central angle of 26°17'35", for 376.97 feet to the

ATTACHMENT "A"

Legal Description (cont):

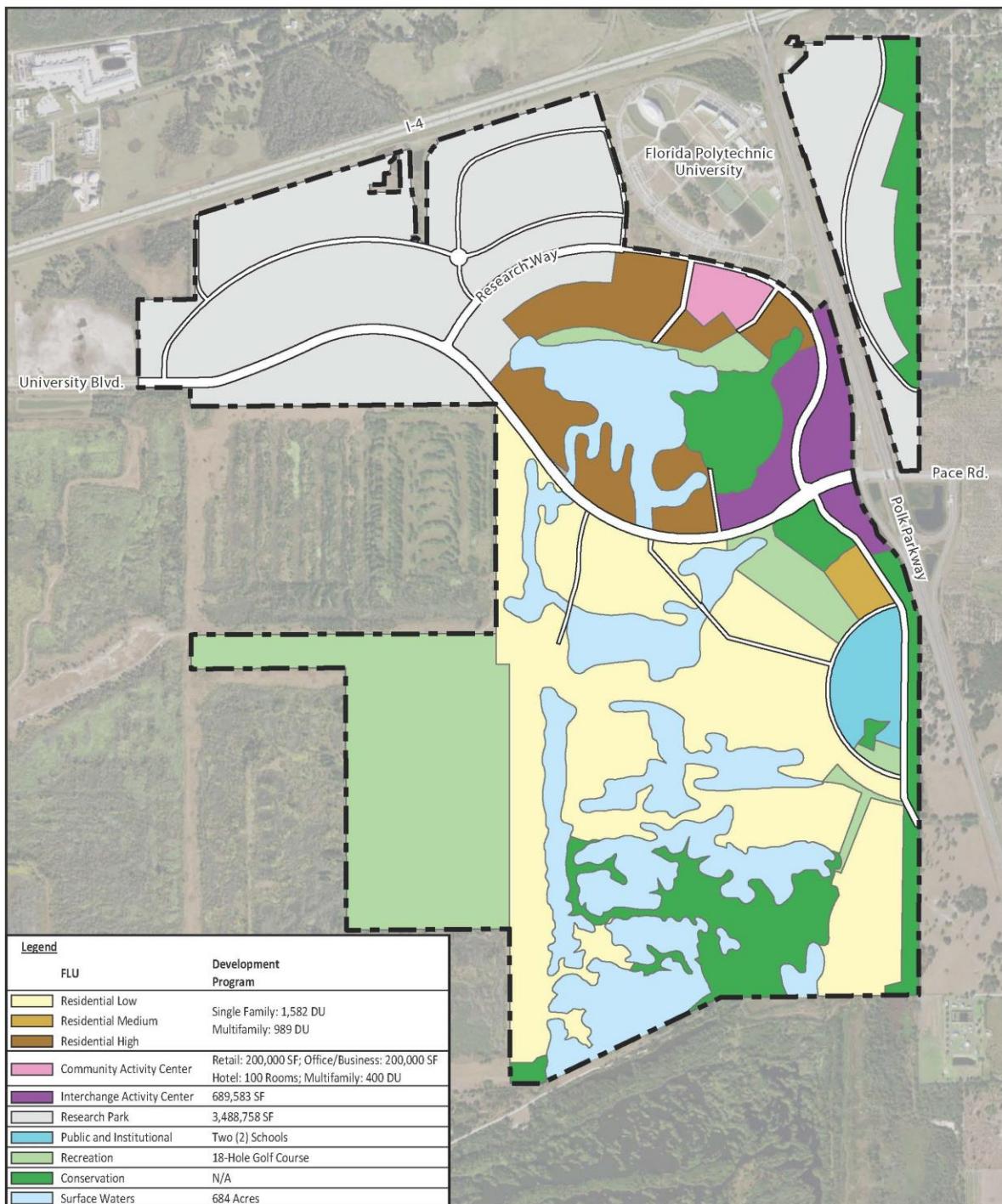
end of said curve and the POINT OF BEGINNING. AND LESS: That part of Sections 7 and 18, Township 27 South, Range 25 East, Polk County, Florida, lying west of the Polk County Parkway (S.R. 570) and being described as follows: Begin at the intersection of the south line of said Section 7 and the westerly right of way line of the Polk Parkway Limited Access Right of Way; thence North 89°02'27" West along said westerly right of way line a distance of 10.52 feet; thence South 50°16'35" West a distance of 263.36 feet to a intersection with a non-tangent curve concave to the southwest and having a radius of 1800.00 feet; thence Northwesterly along said curve to the left through a central angle of 37°33'39", an arc distance of 1180.00 feet, (chord = 1158.99 feet bearing = North 56°33'07" West) to the beginning of a compound curve concave to the southwest and having a radius of 12912.16 feet; thence Northwesterly along said curve to the left through a central angle of 08°23'12", an arc distance of 1890.00 feet, (chord = 1888.31 feet bearing = North 79°31'32" West); thence North 06°16'52" East a distance of 259.17 feet to the beginning of a curve concave to the west and having a radius of 2000.00 feet, thence northerly along said curve to the left through a central angle of 23°28'50", an arc distance of 819.63 feet, (chord = 813.90 feet bearing = North 05°27'33" West); thence North 17°11'58" West a distance of 1326.60 feet to the southerly line of lands lying conveyed to City of Orlando and Orlando Utilities Commission in Official Records Book 2057, page 646; thence North 72°48'11" East along said southerly line a distance of 1847.00 feet to the westerly right of way line of the aforesaid Polk Parkway Limited Access Right of Way; thence along said Limited Access Right of Way lines the following twelve (12) courses; (1) thence South 87°42'34" East a distance of 38.47 feet to the beginning of a curve concave to the south and having a radius of 812.23 feet; (2) thence southeasterly along said curve to the right through a central angle of 45°20'58", an arc distance of 642.88 feet, (chord= 626.23 feet bearing = South 62°47'29" East); (3) thence South 17°12'54" East a distance of 1795.36 feet; (4) thence North 72°47'32" East a distance of 50.00 feet; (5) thence South 17°12'54" East a distance of 1000.00 feet; (6) thence North 72°47'06" East a distance of 10.00 feet; (7) thence South 17°12'54" East a distance of 213.00 feet; (8) thence South 72°47'06" West a distance of 248.00 feet; (9) thence South 17°12'54" East a distance of 381.30 feet; (10) thence South 74°29'53" East a distance of 227.01 feet; (11) thence North 72°47'32" East a distance of 57.01 feet; (12) thence South 17°12'54" East a distance of 73.30 feet to the Point of Beginning.

Section 19: All of Section 19.

Section 30: The part of the North 1/2 of the Northwest 1/4 lying north of the centerline of the right-of-way for the Tenoroc Spur of the Seaboard Coast Line Railroad Company formerly Seaboard Air Line Railroad Company and now CSX Transportation, Inc. (See railroad right -of- way deed from American Agricultural Chemical Company dated December 19, 1949, recorded in Deed Book 872, page 315, Polk County, Florida, and railroad right-of-way deed from Coronet Phosphate Company dated December 12, 1950, recorded in Deed Book 895, page 564, Polk County, Florida.)

Containing a total of 2479.90 acres, more or less.

ATTACHMENT "B"

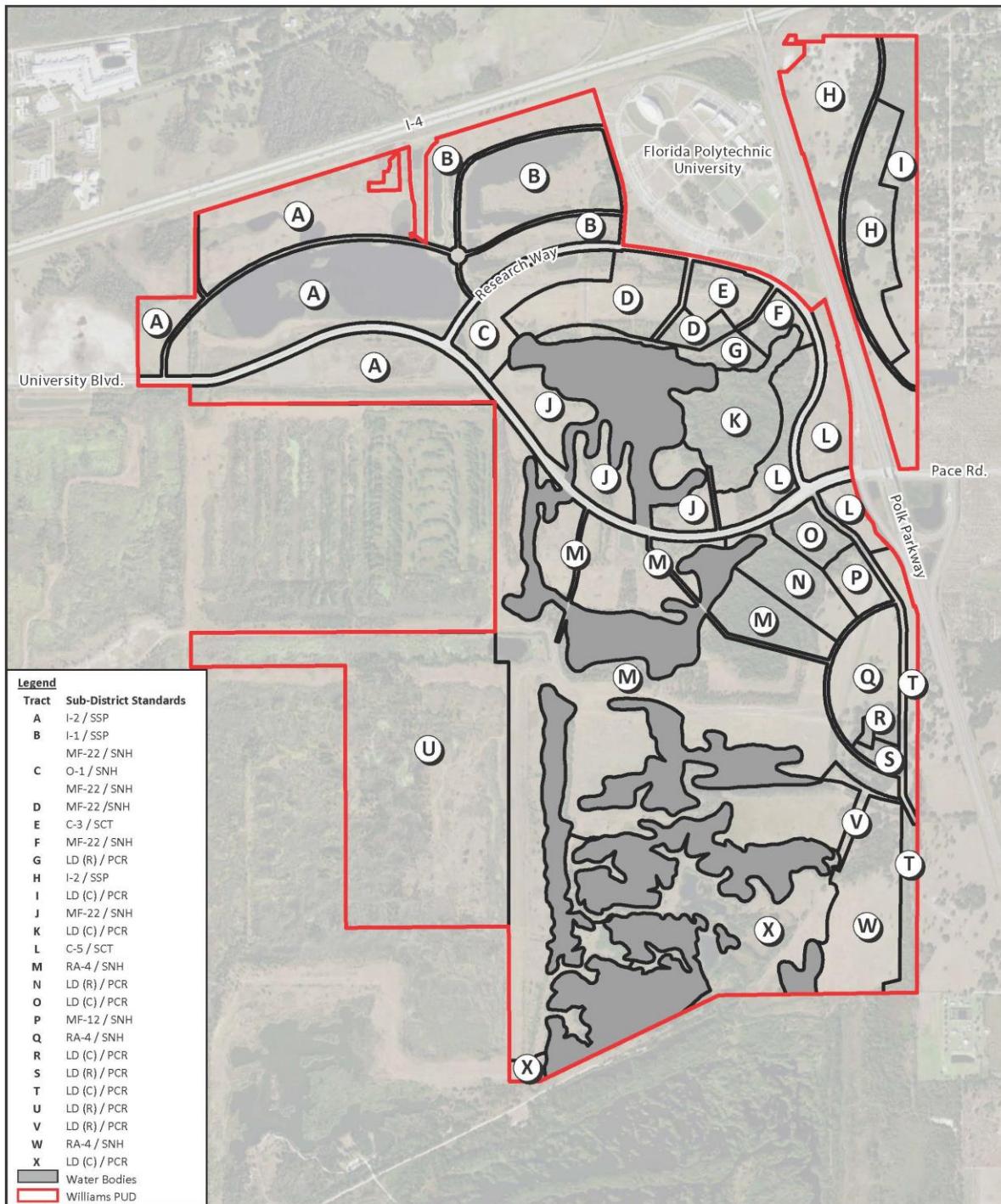


LAND USE PLAN AND DEVELOPMENT PROGRAM

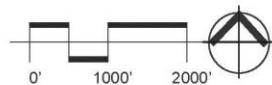


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ATTACHMENT "C"

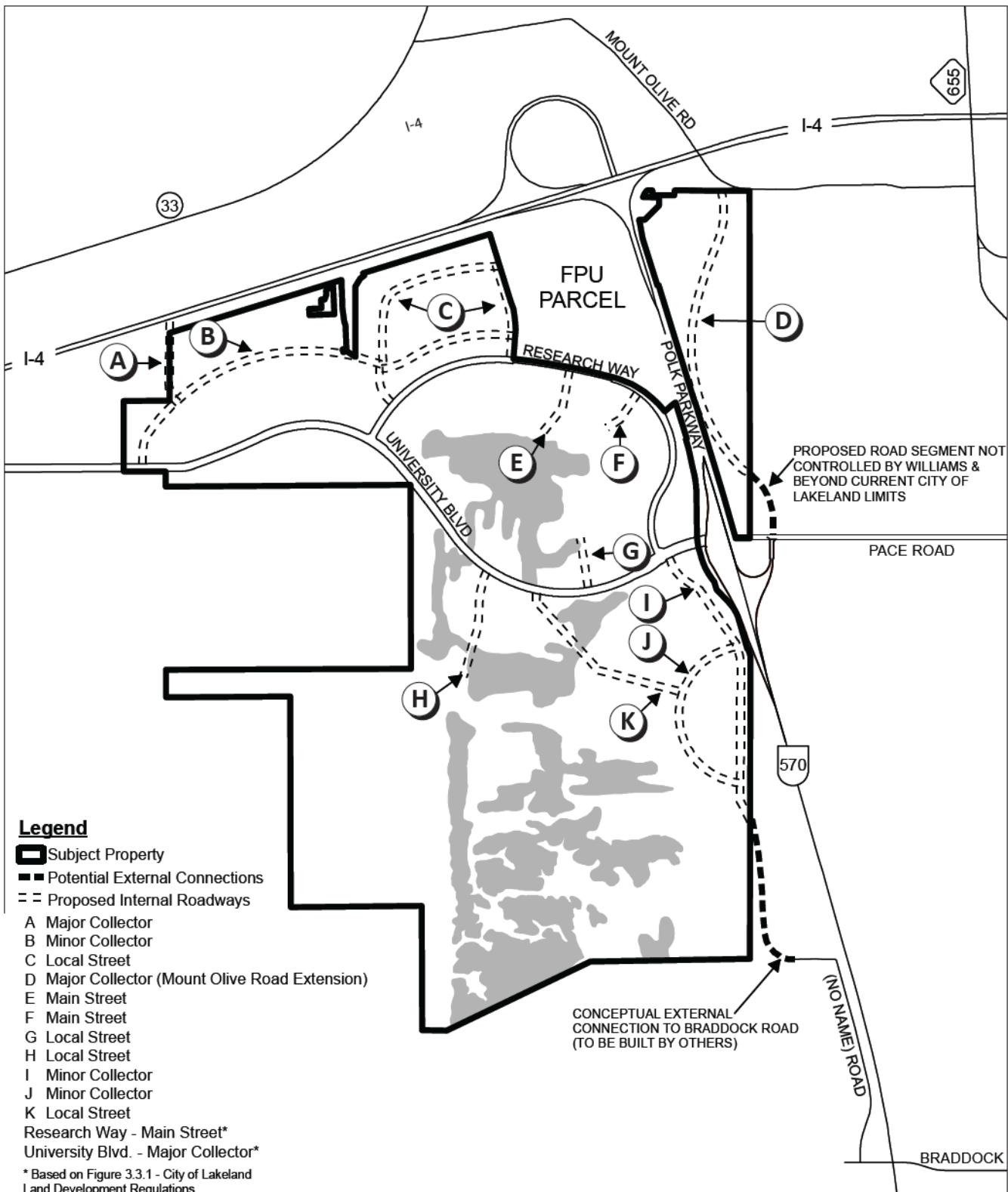


ZONING AND CONTEXT DISTRICTS

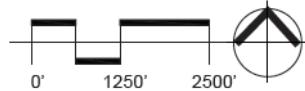


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ATTACHMENT "D"



ROADWAY CLASSIFICATION AND TYPOLOGY



ATTACHMENT "E"

ATTACHMENT "E"

Development Program and Phasing

LAND USE	PHASE 1 ACRES	PHASE 1 UNITS / SF	PHASE 2 ACRES	PHASE 2 UNITS / SF	PHASE 3 ACRES	PHASE 3 UNITS / SF	TOTAL ACRES	TOTAL UNITS / SF
SINGLE FAMILY RESIDENTIAL	255	852	158	530	96	200	509.11	1,582
MULTI-FAMILY RESIDENTIAL	14	145	50	524	75	320	138.77	989
RETAIL	6	53,044 SF	50	424,359 SF	20	212,179 SF	76.11	689,583 SF
HOTELS	0	0		0	10	350	(1)	350
VILLAGE CENTER							19.41	
RETAIL/SERVICE		50,000 SF		100,000 SF		50,000 SF		200,000 SF
OFFICE / BUSINESS		40,000 SF		100,000 SF		60,000 SF		200,000 SF
HOTEL		0		100		0		100
RESIDENTIAL MULTI-FAMILY		100		245		55		400
BUSINESS PARK	0	0	134	1,300,00 0 SF		2,188,75 8 SF	594.89	3,488,758 SF
GOLF COURSE	0	0	230	18 Holes	460	0	230	18 Holes
SCHOOLS	0	0	20	1	20	1	39.63	2 schools
CONSERVATION LANDS							236	
SURFACE WATERS							684 (2)	
ROAD RIGHT-OF-WAY							104.66	
PARKS/OPEN SPACE							100.42	
TOTAL							2,479.90	

ATTACHMENT "F"

ATTACHMENT "F" - TRIP GENERATION TABLE
Trip Generation Summary by Phase

Trip Classification	Daily	P.M. Peak Hour		
		Enter	Exit	Total
Phase 1				
Total Trips	25,818	1,374	1,136	2,510
Internal Trips	5,713	273	273	546
Pass-by Trips	800	37	37	74
Net External Trips	19,305	1,064	826	1,890
Phase 2A				
Total Trips	24,750	1,084	1,369	2,453
Internal Trips	8,163	386	388	774
Pass-by Trips	1,050	49	49	98
Net External Trips	15,537	649	932	1,581
Cumulative Net External Trips	34,842	1,713	1,758	3,471
Phase 2B and 3				
Total Trips	33,909	1,096	2,541	3,637
Internal Trips	9,885	516	515	1,031
Pass-by Trips	2,191	102	102	204
Net External Trips	21,833	478	1,924	2,402
Cumulative Net External Trips	56,675	2,191	3,682	5,873

ATTACHMENT "G"

EQUIVALENCY MATRIX FOR LAND USE & TRIP EXCHANGE RATES (WILLIAMS PUD)										
TO										
FROM	SINGLE FAMILY 1 DU	MULTI-FAMILY 1 DU	HOTEL 1 RM	OFFICE (0-10 KSF)	OFFICE (11-50 KSF)	OFFICE (51-100 KSF)	RETAIL (0-10 KSF)	RETAIL (11-50 KSF)	RETAIL (51-100 KSF)	INDUSTRIAL (1 KSF)
SINGLE-FAMILY 1 DU	-----	1.44 DU	1.07 RMS	.42 KSF	.61 KSF	.72 KSF	.06 KSF	.11 KSF	.14 KSF	1.3 KSF
MULTI-FAMILY 1 DU	.69 DU	-----	.74 RMS	.29 KSF	.42 KSF	.50 KSF	.04 KSF	.07 KSF	.09 KSF	.95 KSF
HOTEL 1 RM	.93 DU	1.34 DU	-----	.39 KSF	.57 KSF	.67 KSF	.05 KSF	.10 KSF	.13 KSF	1.28 KSF
OFFICE (0-10 KSF)	2.36 DU	3.41 DU	2.53 RMS	-----	1.45 KSF	1.70 KSF	.14 KSF	.26 KSF	.33 KSF	3.25 KSF
OFFICE (11-50 KSF)	1.63 DU	2.3 DU	1.74 RMS	.68 KSF	-----	1.17 KSF	.10 KSF	.17 KSF	.23 KSF	2.24 KSF
OFFICE (51-100 KSF)	1.38 DU	2.0 DU	1.48 RMS	.58 KSF	.85 KSF	-----	.08 KSF	.15 KSF	.19 KSF	1.91 KSF
RETAIL (0-10 KSF)	16.20 DU	23.39 DU	17.38 RMS	6.8 KSF	9.95 KSF	11.68 KSF	-----	1.77 KSF	2.27 KSF	22.28 KSF
RETAIL (11-50 KSF)	9.12 DU	13.17 DU	9.79 RMS	3.85 KSF	5.60 KSF	6.58 KFS	.56 KSF	-----	1.28 KSF	12.54 KSF
RETAIL (51-100 KSF)	7.12 DU	10.28 DU	7.64 RMS	3.01 KSF	4.37 KSF	5.14 KSF	.44 KSF	.78 KSF	-----	9.79 KSF
INDUSTRIAL (1 KSF)	.73 DU	1.05 DU	.78 RMS	.31 KSF	.45 KSF	.52 KSF	.04 KSF	.08 KSF	.10 KSF	-----

ATTACHMENT "G", TRIP RATES (cont'd)

<u>LAND USE</u>	<u>DAILY TRIP RATE¹</u>	<u>ITE CODE</u>
Single-Family	9.5	210
Multi-Family	6.63	220
Hotel	8.92	310
Office (0-10 KSF)	22.64	710
Office (11-50 KSF)	15.59	710
Office (51-100 KSF)	13.27	710
Retail (0-10 KSF)	155.09	820
Retail (11-50 KSF)	87.31	820
Retail (51-100 KSF)	68.17	820
Industrial (1 KSF)	6.96	130

¹ Trip Rate from the 6th Edition Trip Generation published by the Institute of Transportation Engineers